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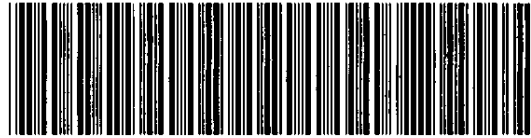
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2009 OCT 26 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 27 2009

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: BIG HEARTS FOUNDATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: P. SCOTT MESSINA
Name (Printed or typed)

2336 S. EAST OCEAN BLVD., SUITE 337
Address

STUART, FL 34996
City, State & Zip

772-919-8774
Daytime Telephone number

SCOTT@BIG-HEARTS.ORG
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
BIG HEARTS FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:
2336 S. EAST OCEAN BLVD., SUITE 337
STUART, FL 34996

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
SEE ATTACHMENT

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
AS PROVIDED FOR IN BYLAWS

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):
P. SCOTT MESSINA, DIRECTOR, 2336 S. EAST OCEAN BLVD., SUITE 337 STUART, FL 34996

SHAWN PRINGLE, DIRECTOR, 2336 S. EAST OCEAN BLVD., SUITE 337 STUART, FL 34996

BRUCE MERINGOLO, DIRECTOR, 2336 S. EAST OCEAN BLVD., SUITE 337 STUART, FL 34996

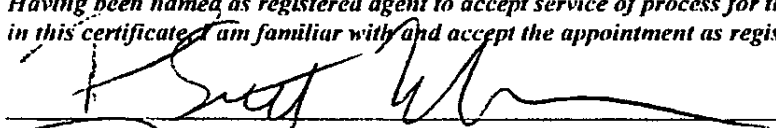
ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
P. SCOTT MESSINA
2336 S. EAST OCEAN BLVD., SUITE 337
STUART, FL 34996

ARTICLE VII INCORPORATOR


The name and address of the Incorporator is:
P. SCOTT MESSINA
2336 S. EAST OCEAN BLVD., SUITE 337
STUART, FL 34996

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

10/23/2009

Date


Signature/Incorporator

10/23/2009

Date

Articles of Incorporation of Big Hearts Foundation, Inc.

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the state of Florida, do hereby certify:

First: The name of the Corporation shall be Big Hearts Foundation, Inc.

Second: The place in this state where the principal office of the Corporation is to be located is the City of Stuart, Martin County.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name: P. Scott Messina Address: 2336 S. East Ocean Blvd., Suite 337, Stuart, Florida 34996

Name: Shawn Pringle Address: 2336 S. East Ocean Blvd., Suite 337, Stuart, Florida 34996

Name: Bruce Meringolo Address: 2336 S. East Ocean Blvd., Suite 337, Stuart, Florida 34996

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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