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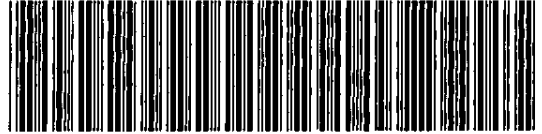
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch MAR 1 2010

February 24, 2010

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

**SUBJECT: The Footprints Foundation, Inc.**


To Whom It May Concern:

Please find enclosed for filing the original and one (1) copy of the Articles of Incorporation for The Footprints Foundation, Inc. Also enclosed is a check for \$78.75 (Filing Fee and Certified Copy).

Please direct all communications regarding this filing to the following:

Serena Minott, Esq.  
Minott Gore, P.A.  
201. S. Biscayne Blvd., Suite 2800  
Miami, FL 33131  
T: (305) 913-1333  
F: (305) 675-0222  
[admin@minottgore.com](mailto:admin@minottgore.com)

Sincerely,



Serena Minott, Esq.

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**of**  
**THE FOOTPRINTS FOUNDATION, INC.**  
**(A Not-For-Profit Corporation)**

The undersigned, desiring to form a Non-Profit Corporation in the State of Florida pursuant to Chapter 617, F.S., hereby certifies:

**ARTICLE I - NAME**

The name of the corporation shall be The Footprints Foundation, Inc., hereinafter referred to as the "Corporation".

**ARTICLE II - ADDRESS**

The principal street address and mailing address of the Corporation is 4000 Ponce De Leon Boulevard, Suite 470, Coral Gables, Florida 33146.

**ARTICLE III - PURPOSE**

The Corporation is organized exclusively for charitable purposes under Section 501 (c) (3) of the Internal Revenue Code, which purposes include, but are not limited to, the provision of resources, training and other support services for women, children and other persons affected by natural disaster, disease, war, strife, hunger and/or poverty. In furtherance of its charitable purpose, the Corporation may also make 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.

**ARTICLE IV - ACTIVITIES**

No part of the 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 Three hereof. Notwithstanding any other provision of these Articles, the 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 the Corporation.

## **ARTICLE V – BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by an initial Board of Directors comprised of three (3) directors. Thereafter, the Board of Directors shall be comprised of not less than three (3) directors, nor more than six (6) directors, the specific number of directors and the manner of their selection shall be as set forth in the Bylaws of the Corporation.

## **ARTICLE VI – REGISTERED AGENT**

The initial Registered Agent of the Corporation shall be Lorna Owens. The address of the Registered Office is 4000 Ponce de Leon Boulevard, Suite 470, Coral Gables, Florida 33146. The initial Registered Agent accepts this designation and agrees to comply with the provisions of Chapter 617 F.S. regarding the same.

## **ARTICLE VII – TERMINATION**


The Corporation's duration shall commence upon the filing of these Articles with the Division of Corporations and continue in perpetual existence until terminated: (i) in accordance with the Corporation's Bylaws, or (ii) through administrative dissolution under applicable Florida law.

## **ARTICLE VIII – DISSOLUTION**

Upon 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 assets not so disposed of shall be disposed of by a court of competent jurisdiction in Miami-Dade County, or such other county in which the principal office of the Corporation may be located, exclusively for such purposes or to such organizations as said Court shall determine meets the exempt purposes of Section 501 (c) (3) or other public purpose.

## **ARTICLE IX – INCORPORATOR**

IN WITNESS WHEREOF, the undersigned incorporator, as a duly authorized representative of the Corporation, has set her hand this 19 day of Feb, 2010.

  
\_\_\_\_\_  
Lorna Owens, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATION**

The undersigned hereby agrees to accept the designation of registered agent for The Footprints Foundation, Inc. In this capacity, the undersigned agrees to accept service of process at the place designated in the Articles of Incorporation and comply with all the obligations and duties required by Chapter 617 F.S.

Name: Lorna Owens

Signature: 

Date: 2 19 . 2010

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TALLAHASSEE, FLORIDA

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