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Department of State

Division of Corporations Electronic Filing Cover Sheet

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FLORIDA PROFIT/NON PROFIT CORPORATION

Hero Day Foundation of America, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	.03
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TRANSMITTAL LETTER

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

SUBJECT: Hero D	ay Foundation of America, (PROPOSED CORPORATE	, Inc. NAME- <u>MUST INCLU</u>	DE SÚFFIX)			
Enclosed is an original	and one(1) copy of the article	s of incorporation and a	check for :	1		
\$70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status	▼\$78.75 Filing Fee & Certified Copy	\$87,50 Filing Fee, Certified Copy & Certificate			
La Company Common		ADDITIONAL CO	PY REQUIRED	Service Services		
FROM	Sheila Dang, Legalzoo	m.com, Inc.				
San The World Commencer	7083 Hollywood Blvd.	nea or typea)	**************************************			
	Ad	dress	.	,		
	Los Angeles, CA 90028					
	City, St	ate & Zip	-			
	323.962.8600 x 883					
· · ·	Daytime Tele	phone number				
NOT	FE: Please provide the orig	ginal and one copy of t	he articles.			

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ARTICLES OF INCORPORATION

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

The name of the corporation shall be:

Hero Day Foundation of America, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 600 1st Avenue North, Suite 307, St. Petersburg, Flonda 33701.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s);

Christopher Bennett, President

600 1st Avenue North, Suite 307, St. Petersburg, Florida 33701

Peter Loui, Secretary. 600 1st Avenue North, Suite 307, St. Petersburg, Florida 33701

Christopher Bennett, Treasurer

1600 1st Avenue North, Suite 307; St. Petersburg, Florida 33701

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

United States Corporation Agents, Inc., 13302 Winding Oaks Blvd., Suite A, Tampa, FL 33612

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Shella Dang, Legalzoom.com, Inc., 7083 Hollywood Bivd, Ste. 180, Los Angeles, CA 90028

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 Shella Dang, United States Corporation Agents, Inc.

Signature/Incorporator Shella Dang, LegalZoom.com, Inc., Assist, Secretary

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Attachment to

Articles of Incorporation of

Hero Day Foundation of America, Inc.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to serves the families of US soldiers killed or missing in action by granting wishes for their children. A child's Hero Day may include going on a special trip, meeting a famous person or receiving a gift the family could not otherwise afford.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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