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To: Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Atlanta Friends of Tony's Gang Foundation, Inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION OF**  
**Atlanta Friends of Tony's Gang Foundation, Inc.**

*In Compliance with Chapter 617, Florida Statutes (Not for Profit)*

**ARTICLE I     NAME**

*The name of the corporation is:    Atlanta Friends of Tony's Gang Foundation, Inc.*

**ARTICLE II    PRINCIPAL OFFICE**

*The principal place of business and mailing address of this corporation shall be:*

2103 Coral Way, Suite 202, Miami, FL 33145

**ARTICLE III   PURPOSE**

*The corporation is organized and operated for one or more of the following purposes: charitable, educational, scientific and/or religious. This includes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.*

**ARTICLE IV   MANNER OF ELECTION**

*The manner in which the directors are elected or appointed:    Appointed*

**ARTICLE V    INITIAL DIRECTORS AND/OR OFFICERS**

*Names, addresses and specific titles of Officers and Directors:*

<i>William R. Burdette</i>	<i>President /Director (Chairman)</i>	<i>2103 Coral Way, Suite 202, Miami, FL 331454463</i>
<i>Kimberly Weeks</i>	<i>Regional Director/Director</i>	<i>Cherokee Street, Suite 200, Acworth, GA 30101</i>
<i>Ginger Power</i>	<i>Vice President/Director</i>	<i>4463 Cherokee Street, Suite 200, Acworth, GA 30101</i>
<i>Alexandra Esher</i>	<i>Vice President/Director</i>	<i>2103 Coral Way, Suite 202, Miami, FL 33145</i>

**ARTICLE VI    RESTRICTIONS ON DISTRIBUTIONS**

*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 III 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, 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*

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*Internal Revenue Code, or the corresponding section of any future federal tax code. 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.*

#### **ARTICLE VII DISSOLUTION CLAUSE**

*Upon the dissolution of the corporation, all 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 such Court shall determine, which are organized and operated exclusively for such purposes.*

#### **ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS**

*The name and address of the registered agent is:*

William R. Burdette, 2103 Coral Way, Suite 202, Miami, FL 33145

#### **ARTICLE IX INCORPORATOR**

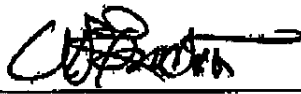
*The name and address of the Incorporator is:*

William R. Burdette, 2103 Coral Way, Suite 202, Miami, FL 33145

\*\*\*\*\*

*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



Date: July 13, 2010

Signature/Incorporator



Date: July 13, 2010

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