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FLORIDA PROFIT/NON PROFIT CORPORATION  
The Zoe Loren "Make a Difference" Foundation, Inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE ZOE LOREN "MAKE A DIFFERENCE" FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**Name of Corporation**

The name of this Corporation shall be THE ZOE LOREN "MAKE A DIFFERENCE" FOUNDATION, INC. (hereinafter the "Corporation"). The principal office and mailing address of the Corporation will be 127 Siesta Way, Palm Beach Gardens, Florida 33418.

**ARTICLE II**  
**Purposes**

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

**ARTICLE III**  
**Prohibited Activities**

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to pay reasonable compensation for legitimate expenses incurred by its directors, officers and committee members and to make payments and distributions to third parties in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda,

or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue Law.

#### ARTICLE IV Membership

This Corporation shall have no members.

#### ARTICLE V Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

#### ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 127 Siesta Way, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of this Corporation located at such address is Bruce E. Loren.

#### ARTICLE VII Board of Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be

less than two (2). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified pursuant to the Bylaws of this Corporation, are:

Bruce E. Loren	127 Siesta Way Palm Beach Gardens, FL 33418
Evonn B. Loren	127 Siesta Way Palm Beach Gardens, FL 33418
Josh Loren	127 Siesta Way Palm Beach Gardens, FL 33418

#### ARTICLE VIII Bylaws

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

#### ARTICLE IX Amendment to Articles of Incorporation

These Articles of Incorporation may be amended at any meeting of the Board of Directors of this Corporation by the affirmative vote of a majority of the Directors present at any such meeting.

#### ARTICLE X Dissolution

In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

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ARTICLE XI  
Incorporator

The name and address of the incorporator of this Corporation is Bruce E. Loren, 127 Siesta Way, Palm Beach Gardens, Florida 33418.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 17<sup>th</sup> day of November, 2010.

  
\_\_\_\_\_  
BRUCE E. LOREN

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CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT THE ZOE LOREN "MAKE A DIFFERENCE" FOUNDATION, INC. DESIRING TO ORGANIZE OR QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 127 SIESTA WAY, PALM BEACH GARDENS, FLORIDA 33418, HAS NAMED BRUCE E. LOREN LOCATED AT 127 SIESTA WAY, PALM BEACH GARDENS, FLORIDA 33418, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE OF FLORIDA.



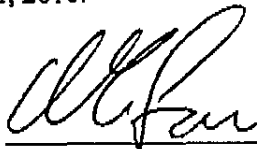
BRUCE E. LOREN, Incorporator

November 17, 2010

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 17<sup>th</sup> day of November, 2010.

By: 

BRUCE E. LOREN, Registered Agent