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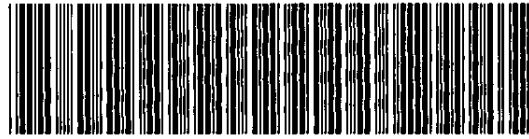
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10 DEC -6 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
FILED

VA

**LUIGI BORIA FOUNDATION, INC.**  
**4671 N.W. 93rd Doral Ct**  
**Doral, FL 33178**

November 29, 2010

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

Ref: **Filing of the Articles of Incorporation of Luigi Boria Foundation, Inc.**

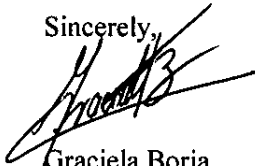
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation *of Luigi Boria Foundation, Inc.* Attached is a check in the amount of \$87.50 to cover the Filing fee, the fees for a Certified Copy and a Certificate of Status.

Should you have any questions please feel free to contact the corporation's CPA, China A. Saugar at the office number (305) 266-3008 or via e-mail at china@mycpamail.com.

Your help and attention to this matter is greatly appreciated.

Sincerely,



Graciela Boria  
Register Agent

Enclosure

cc: File  
China A. Saugar, CPA, CIA

APPROVED  
AND  
FILED

10 DEC -6 PM 3:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Article of Incorporation  
of  
Luigi Boria Foundation, Inc.  
(In compliance with Chapter 617, F.S., (Non-Profit)*

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes the undersigned subscriber is a natural person and competent to contract and hereby make, adopt and subscriber these Articles of Incorporation, to wit:

ARTICLE I  
Name of the Corporation

The name of the Corporation hereinafter referred to, as "the Foundation" is Luigi Boria Foundation, Inc.

ARTICLE II  
Address of Principal Office

The mailing address and principal office of the Foundation is 4671 N.W. 93<sup>rd</sup> Doral Court, Doral, Florida 33178.

ARTICLE III  
Purpose of the Foundation

The Foundation is organized exclusively for charitable, literary, 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 any corresponding section of any future federal tax code.

The Foundation primary focus is to provide financial support to college students with limited resources, regardless of their ages, race, nationality, color or ethnic background. The Foundation wishes to encourage college students and promote educational training and academic advancement. In addition, the Foundation wants to assist college students in achieving their professional and career goals.

ARTICLE IV  
Elections/Appointment

The affairs of the Foundation shall be managed by a Board of Directors consisting at least of three (3) members. The number and election of the Directors shall be as provided in the Bylaws of the Foundation. The Board of Directors shall be a self-perpetuating board. A majority vote of the current Directors shall be required for election.

ARTICLE V  
Board of Directors

The initial Board of Directors shall be as follows:

PRESIDENT	Luigi Boria 4671 N.W. 93 <sup>rd</sup> Doral Ct Doral, Florida 33178
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VICE-PRESIDENT/SECRETARY	Graciela Boria 4671 N.W. 93 <sup>rd</sup> Doral Ct Doral, Florida 33178
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TREASURER	Maria Lorena Boria 4671 N.W. 93 <sup>rd</sup> Doral Ct Doral, Florida 33178
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ARTICLE VI  
Initial Registered Agent and Registered Office

The street address of the initial registered office of this Foundation is 4671 N.W. 93<sup>rd</sup> Doral Ct, Doral, Florida 33178 and the name of the initial registered agent for service of process within this state is Graciela Boria.

ARTICLE VII  
Incorporator

The name and address of the incorporator executing these Articles of Incorporation is:

Luigi Boria  
4671 N.W. 93<sup>rd</sup> Doral Ct  
Doral, Florida 33178

ARTICLE VIII  
Term of Existence

This Foundation shall commence existence upon the filing of these Articles of Incorporation with the Department of State of Florida. The term for which this Foundation shall exist shall be perpetual unless dissolved according to law.

ARTICLE IX  
Amendment

These articles may be amended, altered or repeal in accordance with the laws of the State of Florida, and the By-laws of this Foundation shall be made, altered or rescinded by a two-thirds vote of the directors present at any regular or special meeting called for the purpose of a change or amendment thereto, according to law.

ARTICLE X  
Bylaws

The initial Board of Directors of the Foundation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded by the directors in the manner provided by such Bylaws.

ARTICLE XI  
Prohibitions

The Foundation shall not engage in any business of any kind ordinarily carried on for profit and nothing in these Articles of Incorporation or in the Bylaws of the Foundation shall authorize the Foundation to, and the Foundation shall not, enter any transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the Foundation shall be applied only to the nonprofit purposes and objectives of the Foundation set forth herein.

No proceeds of the Foundation will enrich any individual or be distributable to its trustees, officers, or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered to the Foundation 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 Foundation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation 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 Foundation shall not carry on any other activities not permitted to be carried on (a) by a Foundation 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 Foundation, 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.

ARTICLE XII  
Liabilities for Debts

Neither the members nor the members of the Board of Directors or officers of the Foundation shall be liable for the debts of the Foundation.

ARTICLE XIII  
Indemnification

The Foundation shall indemnify a director or officer who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Foundation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Foundation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Foundation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The Foundation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Foundation, whether or not the Foundation would have the power to indemnify the individual against the same liability under the law.

ARTICLE XIV  
Disposition of Assets upon Dissolution

Upon the dissolution of the Foundation, 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 Foundation 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.

APPROVED  
AND  
FILED

10 DEC -6 PM 3:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


*Having been named as registered agent to accept service of process for the above stated non-profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes, relating to the proper and complete performance of duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
Registered Agent

12-01-10  
\_\_\_\_\_  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.*

*The undersigned has executed these Articles of Incorporation this 30 day of November 2010. A.D.*

  
\_\_\_\_\_  
Incorporator