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(Business Entity Name)

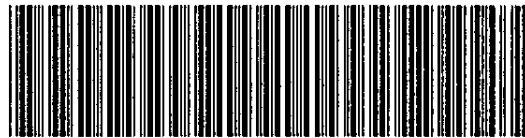
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W10-53987

CLERK OF STATE
TALLAHASSEE, FLORIDA

2010 DEC - 9 PM 3:50

FILED

T. Burch DEC 10 2010

COVER LETTER

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

SUBJECT: Hi Kid Foundation, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Gualtiero DiLoreto
Name (Printed or typed)

2933 Egrets Landing Dr
Address

Lake Mary, FL 32746, USA
City, State & Zip

407-4591400
Daytime Telephone number

wdiloreto@cfl.rr.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
10 NOV 24 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 17, 2010

GUALTIERO DILORETO
2933 EGRETS LANDING DR
LAKE MARY, FL 32746

SUBJECT: HI KID FOUNDATION, INC.
Ref. Number: W10000053987

We have received your document for HI KID FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please remove one of signatures of the registered agent. (leave Gualtiezo Diloreto)

An effective date may be added to the Articles of Incorporation if a 2011 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 210A00027034



RECEIVED

10 DEC -9 AM 10:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 30, 2010

GUALTIERO DILORETO
2933 EGRETS LANDING DR
LAKE MARY, FL 32746

SUBJECT: HI KID FOUNDATION, INC.
Ref. Number: W10000053987

We have received your document for HI KID FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please remove one of signatures of the registered agent. (leave Gualtiezo Diloreto)

An effective date may be added to the Articles of Incorporation if a 2011 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 210A00027034

Articles of Incorporation of Hi Kid Foundation, Inc.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

ARTICLE 1. *Name.* The name of the corporation is as follows: Hi Kid Foundation, Inc.

ARTICLE 2. *Address.* The address of the principal office and the mailing address of the corporation is:
Airport Commerce Center
1629 Prime Court
Suite 600
Orlando, FL, 32809

ARTICLE 3. *Initial Registered Office and Agent.* The street address of the initial registered office of the corporation is
Airport Commerce Center
1629 Prime Court
Suite 600
Orlando, FL, 32809.
The name of its initial registered agent at that address is:
Gualtiero DiLoreto.

ARTICLE 4. *Members.* The corporation shall have members as provided for in the Bylaws. The corporation shall not issue shares of stock.

ARTICLE 5. *Not for profit.* The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 USCA 501 (c)(3) (referred to below as "code"). If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 USCA 501 (c)(3).

ARTICLE 6. *Duration.* The duration (term) of the corporation is perpetual.

ARTICLE 7. *Purposes.* The corporation is organized, and shall be operate exclusively for charitable, religious, scientific, testing for public safety, literary and educational purposes within the meaning of Section 501(c)(3) and Section 170 of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder (the "Code"), together with all other activities permitted by Section 617.01011 et seq. pf the Florida Not For Profit Corporation Act. It is the specific intention of the Board of Directors that the purposes and application of the Corporation be as broad as permitted by Section 617.0301 of the Florida Not For Profit Corporation Act, but only to the extent that the

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Corporation qualifies as a tax exempt organization within the meaning of Section 501(c)(3) and Section 170 of the Code.

In addition to the general purposes set forth above, the Corporation shall be more specifically organized and operated to provide children between the age of three (3) and eighteen (18) inclusive from low-income families with life threatening illnesses and their direct families the cost-free opportunity to visit and experience a variety of Central Florida attractions. The Corporation is also organized to help provide assistance to families with children in needs of medical treatment and supplies, to fund medical research, to support, train and educate children in needs and their families to improve their quality of life.

ARTICLE 8. *Powers.* Solely for the above purposes, the corporation shall have the following powers:

- A. Arrange for, sponsor or co-sponsor, organize, or promote events.
- B. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.
- C. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.
- D. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE 9. *Limitations.*

A. No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors or officers, but 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 7 (Purposes) of these Articles.

B. No substantial part of the Corporation's activities shall consist of carrying on propaganda or otherwise attempting to influence legislation.

C. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

D. The income of the Corporation for each taxable year must be distributed at such time and in such manner so as not to subject the Corporation to the tax imposed by Section 4292 of the Code, (v) the Corporation shall not engage in any act of self dealing (as defined in Section 4941(d) of the Code), retain any excess business holding (as defined in Section 4943(c) of the Code), make any

investment in such a manner so as to subject the Corporation to taxation under Section 4944 of the Code, or make any taxable expenditure (as defined in Section 4945(d) of the Code).

E. The Corporation shall not conduct its business or affairs in such manner as to discriminate against any person on the basis of race, color, religion, sex, or age.

ARTICLE 10. *Tax Exempt Status.* It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 USCA 501 (a) as an organization described in 26 USCA 501 (c)(3) and which is other than a private foundation as defined in 26 USCA 509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 USCA 501 (c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE 11. *Dissolution.* On the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the Board of Directors shall determine. For the purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 USCA 170 (c)(1) or 26 USCA 170 (c)(2)(B) and is described in 26 USCA 509 (a)(1), (2) or (3).

ARTICLE 12. *Board of Directors.* There shall be a Board of Directors consisting of at least three individuals. The initial directors are:

Elizabeth Arnaud – President
Address: 12811 Droxford Rd, Windermere, FL 34786

Rhayza Rosias – 1st Vice-President
Address: 13109 Paloma Dr, Orlando, FL 32839

Gualtiero DiLoreto – 2nd Vice-President
Address: Airport Commerce Center,
629 Prime Court, Suite 600, Orlando, FL, 32809.

ARTICLE 13. *Officers.* The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each officer shall be elected as stated in the Bylaws.

ARTICLE 14. *Incorporator.* The name and street address of the incorporator is

as follows:

Gualtiero DiLoreto,
Address: Airport Commerce Center
1629 Prime Court, Suite 600, Orlando, FL, 32809.

ARTICLE 15. *Bylaws*. The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE 16. *Amendment*. The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE 17. *Indemnification and Civil Liability Immunity*. The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Chapter 617 and other similar laws.

ARTICLE 18. *Effective Date*. The effective date of incorporation shall be January 1st, 2011.

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of the Hi Kid Foundation, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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 my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated, this 6th day of DECEMBER 2010.

GUALTIERO DILORETO.

REGISTERED AGENT/ INCORPORATOR

STATE OF FLORIDA
TALLAHASSEE, FL 32309

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