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From: Account Name : KOUTOULAS & RELIS, LLC
Account Number : I20070000005
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FLORIDA PROFIT/NON PROFIT CORPORATION
Heroes and Athletes Working With Kids, Inc.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
Heroes and Athletes Working With Kids, Inc.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida pursuant to Chapter 617, F.S. (Not for Profit)

ARTICLE I. NAME

The name of the corporation shall be:

Heroes and Athletes Working With Kids, Inc.

ARTICLE II. PRINCIPAL OFFICE

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

6600 Taft Street
Suite 201
Hollywood, FL 33024

ARTICLE III. PURPOSE

The corporation is organized to be operated as a tax exempt charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code (the "Code") and as such, the Corporation is organized for the following purpose(s):

To provide educational and recreational activities for underprivileged and at-risk children, including without limitation, athletic camps, sporting events, exhibitions, seminars, workshops and other activities for boys and girls and their families, and to do and take all actions consistent with the foregoing, including soliciting and accepting contributions, of cash, real property or personal property, including for example, clothing, athletic equipment, furniture, computers, and/or classroom equipment, and any other legal purpose.

ARTICLE IV. MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors shall be elected as provided in the by-laws of the Corporation.

Prepared by:
Koutoulas & Relis, LLC
1776 N Pine Island Road Suite 316
Plantation, Florida 33322
Phone: (954) 332-1345
Fax: (954) 332-1346

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Fax Audit #: H11000015602 3**ARTICLE V. DISSOLUTION**

This Corporation is not for profit and therefore there shall never be any distribution of profits, dividends, or property to any officer director or member of the Corporation and no part of the net earnings shall inure to any individual. The assets, properties and proceeds of every nature and description of the Corporation are and shall forever be irrevocably dedicated to the benevolent purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation the Board of Directors shall pay all liabilities and thereafter dispose of all assets of the Corporation to such other entities that qualify as an exempt organization under Code Section 501(c)(3).

ARTICLE VI. INITIAL DIRECTORS AND/OR OFFICERS

Oronde Gadsden - Director 6600 Taft Street Suite 201 Hollywood, FL 33024	Patrick Surtain - Director 6600 Taft Street Suite 201 Hollywood, FL 33024
Wendall Ashley - Director 6600 Taft Street Suite 201 Hollywood, FL 333024	Darius Hadley - Director 6600 Taft Street Suite 201 Hollywood, FL 333024

ARTICLE VII. INITIAL REGSITERED AGENT AND ADDRESS

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

Oronde Gadsden
6600 Taft Street
Suite 201
Hollywood, FL 3302

ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator is:

Oronde Gadsden
6600 Taft Street
Suite 201
Hollywood, FL 33024

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this
19th day of January 2011



Oronde Gadsden- Subscriber

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.



Oronde Gadsden -- Registered Agent

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