

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: don't let them win 1@yahoo.com

FLORIDA PROFIT/NON PROFIT CORPORATION
Don't Let Them Win Foundation Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JAN 21 AM 11:50

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Don't Let Them Win Foundation Inc.

ARTICLE II PRINCIPAL

Principal place of business and mailing address

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

Don't Let Them Win Foundation Inc.

6538 Collins Avenue #241

Miami Beach, FL 33141

ARTICLE III PURPOSE(S)

The purpose of this organization is to empower and educate children and adolescents on means and methods of putting a stop to bullies in their schools, communities, on the internet and in their lives. This will be done through various methods including but not limited to the use of social media, referral to counseling groups in their communities, starting counseling groups within schools, educating parents and educators, bringing awareness to the problem and bringing speakers to the schools.

Said corporation is organized exclusively for charitable, 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 the corresponding section of any future federal tax code.

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

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

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ARTICLE IV

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Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The Method of election of directors are to be stated in the bylaws.

ARTICLE V

Initial Directors/Officers

The names and street addresses of the Directors/Officers: (OPTIONAL)

Jennifer Sciafani - 6538 Collins Avenue #241, Miami Beach, FL 33141 - President/Director
Elka Peterson Malin - 5601 Collins Avenue #1423, Miami Beach, FL 33140 - Treasurer/Director
Caroline Gernstein - 3255 NE 184 Street, Aventura, FL 33160 - Vice President/Director
Susan Croce - 1660 Renaissance Cmns. Blvd. #2315, Boynton Beach, FL 33426 - Secretary/Director

ARTICLE VI

Initial registered agent and street address

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

Jennifer Sciafani
6538 Collins Avenue #241
Miami Beach, FL 33141

ARTICLE VII

Incorporators

The name(s) and the street address(es) of the Incorporator(s) for these articles of Incorporation is (are):

Jennifer Sciafani
6538 Collins Avenue #241
Miami Beach, FL 33141

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

20th day of January 2011.


SIGNATURE

Jennifer Sciafani
Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Don't Let Them Win Foundation Inc.**

2. The name and address of the registered agent and office is:

Jennifer Scalfani

Name

6538 Collins Avenue #241

(P.O. Box or Mail Drop Box NOT Acceptable)

Miami Beach, FL 33141

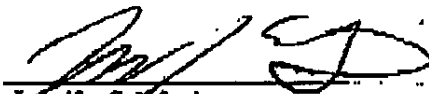
(City / State / Zip)

Having been named as registered agent and in accept service of process for the above stated 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 JAN 21 AM 11:50

APPROVED
AND
FILED


Jennifer Scalfani
Signature

January 20, 2011
(Date)

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