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Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1515

RESUBMIT

Please give original
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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.****

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FLORIDA PROFIT/NON PROFIT CORPORATION
I-PHIT FOUNDATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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J. Shivers DEC 0 . 2011

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

I-Phit Foundation, Inc.

The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICEPrincipal street address
1255 Biscayne Blvd, #955
North Miami, FL 33181Mailing address, if different is:
13770 N.E. 3rd Ct #01
North Miami, Florida 33161**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Education: The mission is to foster healthier lifestyle options to reduce health risk factors, improve overall well being, and maintain a productive active community.

Also, strives to provide information to the public so they can make informed choices about their health and lifestyle habits.

ARTICLE IV MANNER OF ELECTION

Directors are elected as provided in the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORSName and Title: David K Odige Director
Address: 13770 North East 3rd Ct.
Suite 201
North Miami, FL 33160Name and Title: William White - Director
Address: 105 Roswell Farms Drive
Roswell GA 30075Name and Title: Ryan Scott
Address: 532 Sunnyfield Dr.
Monroeville PA 15146Name and Title: Kenneth Jones
Address: 9550 Ellis Lee Lane 3514
Houston, TX 77063Name and Title: John May M.D.
Address: 1255 Biscayne Blvd, #955
North Miami, FL 33181Name and Title: Louis Yvon Valsaint
Address: 2965 Grandeville Cir., #217
Oviedo, FL 32765**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Corporation Service Company
Address: 1201 Hays Street
Tallahassee, FL 32301**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: David K. Odige
Address: 13770 North East 3rd Ct.
Suite 201
North Miami, FL 33160Having 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
Corporation Service CompanyBy: Melanie Adams, Asst VP
Required Signature of Registered AgentDate
11/9/11

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.

David K. Odige

Required Signature of Incorporator

Date
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Said organization 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 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 the purpose clause of the certificate of incorporation. 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 any candidate for public office. Notwithstanding any other provision of this certificate, 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of the county in which the principal office of the organization 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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