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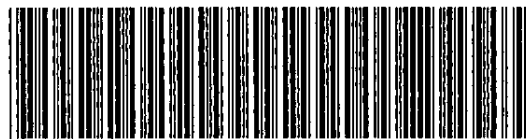
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W12000017505



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03/26/12--01047--029 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 12 PM 3:06

4/12/12

COVER LETTER

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

SUBJECT: THE AMARU'S FOUNDATION
(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: MARTHA L. BORGEN
Name (Printed or typed)

8047 S.W. 150 AVE
Address

MIAMI FL 33193-3133
City, State & Zip

786 281 0128
Daytime Telephone number

martha.borgen@hotmail.com
E-mail address: (to be used for future annual report notification)

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

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12 APR 12 PM 3:06



RECEIVED

12 APR 12 PM 4:25

FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 28, 2012

MARTHA L. BORGEN
8047 SW 150 AVENUE
MIAMI, FL 33193-3133

SUBJECT: THE AMARU'S FOUNDATION, INC.
Ref. Number: W12000017505

We have received your document for THE AMARU'S 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):

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

The registered agent must sign accepting the designation.

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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 212A00010452

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DIVISION OF CORPORATIONS
12 APR 12 PM 3:06

**ARTICLES OF INCORPORATION
OF
THE AMARU'S FOUNDATION, INC.
A Florida "Not for Profit" Corporation**

PREAMBLE

The undersigned citizens of the United States, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

**ARTICLE I
NAME**

The name of the Corporation Not for Profit shall be the **The Amaru's Foundation, Inc.** ("Corporation").

**ARTICLE II
DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE III
PRINCIPLE OFFICE**

The principal office of the Corporation shall be:

8047 S.W. 150th Ave.
Miami, Florida 33193-3133

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the Corporation shall be:

P.O. Box 835866
Miami, Florida 33283-5866

John Little
Attorney at Law

Approved:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 APR 12 PM 3:06

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The Registered Agent and Registered Office of the Corporation are:

Martha L. Borgen
8047 S.W. 150th Ave.
Miami, Florida 33193-3133

**ARTICLE V
MEMBERSHIP**

The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE VI
ELECTION OF CORPORATE DIRECTORS**

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

**ARTICLE VII
INCORPORATORS**

The name and address of the Incorporator is:

Martha L. Borgen
8047 S.W. 150th Ave.
Miami, Florida 33193-3133

**ARTICLE VIII
PURPOSE**

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law."
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of

which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IX POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.
2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.
3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.
4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.

5. In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:
 - a. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - b. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - c. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - d. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - e. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
6. Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE X MEETINGS

1. After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

2. The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

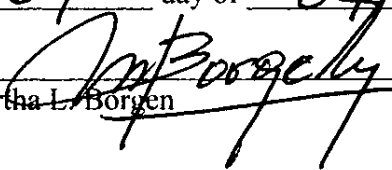
ARTICLE XI DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this

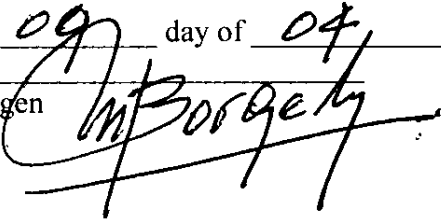
09 day of 04, 2012


Martha L. Borgen

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of The Amaru's 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 09 day of 04, 2012


Martha L. Borgen

12 APR 12 PM 3:06

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The Amaru's Foundation, Inc.

**ACTION BY CONSENT
OF INCORPORATOR**

Martha L. Borgen is the sole Incorporator of The Amaru's Foundation, Inc. (the "Corporation"). Attached are a copy of the Articles of Incorporation recently filed with the Florida Department of State.

§617.0205, Florida Statutes provides that in cases where there are no initial directors named in the Articles of Incorporation, the incorporators shall hold an organizational meeting for the purpose of electing directors and completing the organization of the Corporation. The above cited statute also provides that the incorporators can take such action without meeting if the actions are evidenced by a written consents signed by each incorporator. With the signature below of its agent, the sole incorporator of this Corporation hereby consents to the following actions:

**Appointment of Board
of Directors**

The incorporator hereby appoints the members of the initial board of directors to serve until their successors are chosen pursuant to the bylaws. The persons chosen as the initial board of directors are as follows:

Martha L. Borgen
Luis A. Borgen
Soli Aguilar

CONSENT OF INCORPORATOR

With his or her signature below, the Incorporator hereby consents to the above cited action by the Corporation.

SIGNATURE OF INCORPORATOR:



Martha L. Borgen

Date:

04/09/2012