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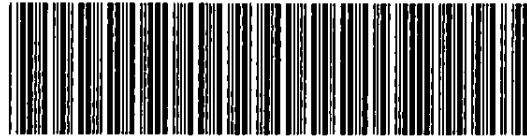
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[Signature]

JOHN L. KORTHALS  
Attorney at Law

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Pompano Beach, FL 33060

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jack@jkorthals.com

June 14, 2012

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Filing Non-Profit Articles of Incorporation  
Bru's Buddies, Inc.

To Whom It May Concern,

Enclosed please find an original and one copy of Articles of Incorporation for Bru's Buddies Inc., a Not-For-Profit Corporation, together with our Cost account check in the amount of \$78.75, representing the following:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>
	\$78.75

Please forward the certified copy of the Articles to this office **as soon as possible** in the envelope we have provided to you for your convenience. If you should have any questions, please do not hesitate to contact our office.

Very truly yours,



JOHN L. KORTHALS

JLK/ejp  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
BRU'S BUDDIES, INC.  
A NOT-FOR-PROFIT CORPORATION**

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The undersigned incorporator hereby forms a Corporation under the Not-for-Profit Corporation Act of the State of Florida, (Chapter 617, Florida Statutes).

**ARTICLE 1.** The name of the corporation is **BRU'S BUDDIES, INC.**

**ARTICLE 2.** The principal place of business and mailing address of the corporation is: 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073.

**ARTICLE 3.** The nature of the activities to be conducted, or the purposes to be promoted or carried out by the corporation, are as follows:

(a) To establish and operate a nonprofit organization, organized and operated exclusively for educational, charitable, religious and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code;

(b) To promote, teach and instill interest in the educational, civic and social affairs of the community;

(c) To encourage among its members and the community the practice of civic virtues and respect for law and order;

(d) To provide nutritional, educational, and medical assistance to children and adults;

(e) To develop the education, and physical well being of the students in the community and teach and develop in them good citizenship;

(f) To cultivate the spirit of brotherhood and human understanding and to promote friendship among the members and the community at large;

(g) To foster loyalty and cooperation and voluntary assistance among its members and the community at large;

(h) To promote and exchange ideas among its members, other individuals and civic groups;

(i) To hold meetings, social gatherings and other activities for the better realization of the above-named purposes; and

(j) To do any other act or thing incidental to or connected with the foregoing purposes for any other lawful purpose, or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted by law.

(k) No preferences, for or against, shall be given due to sex, race, religion, skin color or national origin.

**ARTICLE 4.** The corporation is nonprofit and shall not have or issue shares of stock or pay dividends. No part of the income or profit is distributable to its members, officers, directors, trustees or other private persons, except as otherwise provided in Fla. Stat. Chapter 617.

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**ARTICLE 5. EXEMPTION REQUIREMENTS:**

(a) The corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, profits, or net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, 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 affecting one or more of its purposes set forth in Article 3 hereof.

(b) No substantial part of the activities of the corporation shall be devoted to the carrying on of propaganda activities, or efforts to otherwise influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any 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 provision 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.

(d) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making a provision for the payment of all of the liabilities of the corporation, the assets of the corporation shall be distributed exclusively for one or more exempt purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of an future Federal Tax Code; or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any of such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in Broward County, Florida, or such other county in which the principal office of the corporation is then located, exclusively to an organization or organizations qualifying as exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future Federal Tax Code, whose purposes are exclusively for one or more of the charitable, religious, educational, or scientific purposes described above. No trustee, officer, or director of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(e) The management of the corporation shall be vested in a Board of Directors that shall be self-perpetuating.

(f) The bylaws of the corporation are authorized to provide that each director of the corporation is entitled to vote at any election for directors of the corporation. However, cumulative voting shall not be allowed unless expressly set forth in the bylaws of the corporation.

**Articles of Incorporation  
Bru's Buddies, Inc.  
A Not For Profit Corporation  
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(g) The duration of the corporation shall be perpetual, until dissolution.

(h) No director, officer or member of this corporation shall be personally liable for the debts or obligations of the corporation of an nature, not shall any of the property of directors, officers or members be subject to the payment of the debts or obligations of this corporation. The personal liability of a director or officer of the corporation or its members for monetary damages for breach of duty as a director or officer shall be limited to an amount equal to the amount of compensation received by the director or officer for serving the corporation during the calendar year in which the violation occurred (and if the director or officer received no such compensation from the corporation during the calendar year of the violation, such director or officer shall have no liability to the corporation or its members for breach of duty) if such breach did not:

(i) Involve a knowing and culpable violation of law by the director or officer;

(ii) Enable the director or officer to receive an improper personal economic gain;

(iii) Show a lack of good faith and a conscious disregard for the duty of the director or officer to the corporation under circumstances in which the director or officer was aware that his conduct or omission created an unjustifiable risk of serious injury to the corporation; or

(iv) Constitute a sustained and not excused pattern of inattention that amounts to an abdication of the director's or officer's duty to the corporation.

**ARTICLE 6. BOARD OF DIRECTORS**

(a) The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

(b) Board elections: During the last quarter of each fiscal year of the corporation, the board of directors shall elect Directors to replace those whose terms will expire at the end of the fiscal year. This election shall take place during a regular meeting of the directors, called in accordance with the provisions of the bylaws.

(c) Election procedures: New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the next fiscal year.

(d) Quorum: A quorum must be attended by at least forty percent of board members for business transactions to take place and motions to pass.

(e) The number of directors constituting the initial board of directors is Three (3); their names and addresses are as follows:

ROBERT L. BRUDZINSKI, 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073  
LINDA MARKEY, 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073  
SUSAN DALE, 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073

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**Bru's Buddies, Inc.**  
**A Not For Profit Corporation**  
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Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws. The board of directors shall consist of not fewer than Three (3) and not more than Fifteen (15) directors.

**ARTICLE 7. INITIAL REGISTERED AGENT AND STREET ADDRESS:**

- (A) Name: ROBERT L. BRUDZINSKI  
(B) Business Address: 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073

**ARTICLE 8. THE INCORPORATOR**

- (A) Name: ROBERT L. BRUDZINSKI  
(B) Address: 5460 W. Hillsboro Blvd, Coconut Creek, FL 33073

The undersigned hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

  
Incorporator

June 12, 2012  
Date

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in Article 7 above, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

  
Registered Agent

June 12, 2012  
Date

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STATE OF FLORIDA  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF DADE