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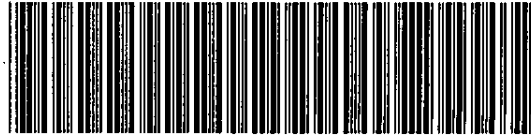
(Business Entity Name)

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Br. 10/23/12

## COVER LETTER

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

SUBJECT: Just Believe Foundation, Inc.

(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: Marsha Tessler

Name (Printed or typed)

1010 Seminole Dr, Ste 1209

Address

Ft. Lauderdale, FL 33304

City, State & Zip

954-547-7991

Daytime Telephone number

believewithaction@aol.com

E-mail address: (to be used for future annual report notification)

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**Articles of Incorporation  
Of  
Just Believe Foundation, Inc.**

**Article 1.**

The name of the corporation is Just Believe Foundation, Inc.

**Article 2.**

The initial registered office of the Corporation shall be at 1010 Seminole Dr., Ste 1209, Ft. Lauderdale, FL 33304. The initial registered agent of the Corporation at such address shall be: Marsha Tessler.

**Article 3.**

The name and address of the incorporator is:

Marsha Tessler  
1010 Seminole Dr., Ste 1209  
Ft. Lauderdale, FL 33304

**Article 4.**

The Corporation shall not have Members.

**Article 5.**

The initial principal office address of the Corporation shall be at: 1010 Seminole Dr., Ste 1209, Ft. Lauderdale, FL 33304.

## **Article 6.**

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 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose of the organization is to provide food to less-fortunate individuals.

## **Article 7.**

The Corporation shall have perpetual duration.

## **Article 8.**

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out more specifically in the bylaws. Initial Board Members are:

Marsha Tessler  
1010 Seminole Dr., Ste 1209  
Ft. Lauderdale, FL 33304

Mikelange Olbel  
6295 W Sample Rd, Mailstop 67212  
Coral Springs, FL 33067

Mary Metzger  
3050 N Palm Aire Dr., #203  
Pompano Beach, FL 33069

## **Article 9.**

Upon 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 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## Article 10.

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 section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of September, 2012.

Name of Incorporator / President

Marsha Tessler

Signature of Incorporator / President

Marsha Tessler as Pres.

Date

9/12/12

*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.*

Name of Registered Agent

Marsha Tessler

Signature of Registered Agent

Marsha Tessler as Pres.

Date

9/12/12

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DIVISION OF CORPORATIONS