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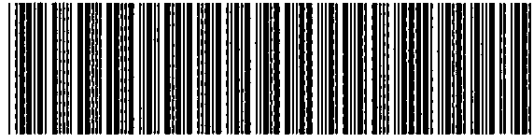
(Business Entity Name)

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FILED
12 DEC 18 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

YMD 12/19

COVER LETTER

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

SUBJECT: Peace City, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a money order for:

\$87.50 -> Filing Fee, Certified Copy & Certificate.

From:
Karel Soucre
6288 Bischoff Rd
West Palm Beach FL, 33413

karelsoucre@hotmail.com

Articles of incorporation of
Peace City, Inc.

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Florida Non-Profit Corporation Act, do hereby adopt the following articles for such corporation.

ARTICLE ONE

Name

The name of the corporation is: Peace City, Inc.

ARTICLE TWO

Principal office

Principal street address of the corporation is:
540 NW 7th St Suite 07
Miami FL 33136

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ARTICLE THREE

Purposes

Section 4.01. The corporation is organized exclusively for charitable, scientific, and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. These activities shall include but not be limited to acquiring by gifts and donations funds to be donated to other charitable entities as defined in Section 501(c)(3).

Section 4.02. Notwithstanding any other provision of these articles of incorporation:

- a. No part of the net earnings of the corporation shall inure to the benefit of any director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no director, officer or any private individual shall be entitle to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- b. The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exists or as they may hereafter be amended, or by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code and regulations as they now exist or as they may hereafter be amended.

- c. Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to other charitable organization which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.
- d. The corporation is organized pursuant to the Florida Non-Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

Section 4.03. The corporation activities shall include but not be limited to acquiring allowance of deduction by its donors on their contributions of property under Section 170(f)(11) of the Internal Revenue Code after complying with the terms defined in Section 170(f)(11)(E) of the Internal Revenue Code if applicable.

ARTICLE FOUR Manner of election

The manner in which the directors are elected will be stated in the bylaws.

ARTICLE FIVE Initial officers and/or directors

| Title | Name | Address |
|-----------------|-----------------|--|
| President | Karel Soucre | 6288 Bischoff Rd West Palm Beach, FL 33413 |
| Project Manager | Eric Richardson | 8780 NE 2 nd Ave El Portal, FL 33138 |
| Treasurer | Alex Ramos | 1769 NW 64 th St Miami, FL 33147 |

ARTICLE SIX Registered agent

| Name | Address |
|--------------|---|
| Karel Soucre | 6288 Bischoff Rd West Palm Beach, FL 33413 |

ARTICLE SEVEN

Incorporator

| | |
|--------------|---|
| Name | Address |
| Karel Soucre | 6288 Bischoff Rd West Palm Beach, FL 33413 |

ARTICLE EIGHT

Indemnification of directors and officers

Each director and each officer or former director or officer of the corporation may be indemnified and may be advanced reasonable expenses by the corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or her being, or having been, such director or officer and against such sum as independent counsel selected by the directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no director or officer shall be indemnified:

- a. With respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty,
- b. With respect to any matters which shall be settled by the payments of sums which independent counsel selected by the directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or
- c. With respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which directors or officers may be entitle under any bylaw, agreement, corporate resolution, vote of directors or otherwise. The corporation shall have the power to purchase or maintain at its cost and expense on behalf of such persons to the fullest extent permitted by this article and applicable state law.

ARTICLE NINE

Limitation on scope of liability

No director shall be liable to the corporation for monetary damages for an act or omission in the director's capacity as a director of the corporation, except and only for the following:

- a. A breach of the director's duty of loyalty to the corporation;
- b. An act or omission that involves intentional misconduct or knowing violation of the law by the director;

- c. A transaction from which the director gained any improper benefit whether or not such benefit resulted from an action taken within the scope of the director's office; or
- d. An act or omission by the director for which liability is expressly provided statute.

ACKNOWLEDGMENT

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.



Required Signature of Registered Agent

12-14-2012

Date

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.



Required Signature of Incorporator

12-14-2012

Date

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TALLAHASSEE, FLORIDA