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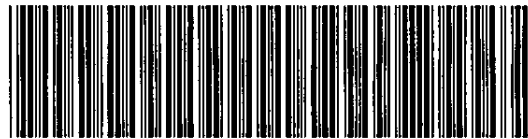
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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

ymd 12/31

MARK E. FRIED  
PROFESSIONAL ASSOCIATION  
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MIAMI, FLORIDA 33131

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December 20, 2012

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

Re: Filing of Articles for Not For Profit Corporation  
The First 25 Souls Corp.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for "The First 25 Souls Corp." that we are respectfully requesting you file for us. We have enclosed the original Articles along with a copy of same and a check in the amount of \$87.50 for the Filing Fee, Certified Copy and Certificate. Kindly send all to the address at the top of our letterhead. Should you have any questions, please contact the undersigned. Thank you for your assistance.

Sincerely,  
MARK E. FRIED, P.A.

By:   
Sharon Diaz Granados  
Legal Assistant  
[sharon@markfriedlaw.com](mailto:sharon@markfriedlaw.com)

Enclosure(s)

## COVER LETTER

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

SUBJECT: The First 25 Souls Corp.  
(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: Sharon Diaz Granados  
Name (Printed or Typed)  
c/o Mark E. Fried, P.A.  
Address  
1110 Brickell Ave, Suite 310

Miami, FL 33131  
City, State & Zip

(305) 371-7079  
Daytime Telephone number

Sharon@markfriedlaw.com  
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION OF  
**THE FIRST 25 SOULS CORP.**

The undersigned, acting as incorporator of THE FIRST 25 SOULS CORP., under the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is THE FIRST 25 SOULS CORP.

ARTICLE II. ADDRESS

The street address of the initial principal office and the mailing address of the corporation are 400 Glenridge Road, Key Biscayne, Florida 33149.

ARTICLE III. DURATION AND COMMENCEMENT

The duration of this corporation is perpetual. Corporate existence shall commence on date these articles of incorporation are filed by the Department of State.

ARTICLE IV. PURPOSE

The Corporation is organized to act and operate as a not for profit corporation pursuant to the laws of the State of Florida and to conduct activities exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended from time to time.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law.

ARTICLE V. MEMBERS

The Corporation will have no members.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 1110 Brickell Avenue, Suite 310, Miami, FL 33131, and the name of the corporation's initial registered agent at such address is Mark E. Fried.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation has one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than one (1). The method of election or appointment of the directors shall be as provided in the bylaws. The names of the initial directors are:

Carlos Luis Iglesias Dominguez Macaya  
Marta Iglsias  
Mark Caesar

## ARTICLE VIII. LIMITATIONS ON CORPORATE POWERS

The corporate powers of the corporation are as provided in Section 617.0802, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not 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.

(c) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) 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.

## ARTICLE VIII. BASIS UNDER WHICH CORPORATION ORGANIZED

This corporation is organized under a nonstock basis.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings or any part thereof is distributable to, its members, directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE IX. MANAGEMENT OF CORPORATE AFFAIRS

ARTICLE X. INCORPORATOR

The name and address of the incorporator are:

Carlos Luis Iglesias Dominguez Macaya  
221 Jefferson Avenue, Suite 4  
Miami Beach, Florida 33139

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CLERK OF COUNTY OF  
DADE, FLORIDA

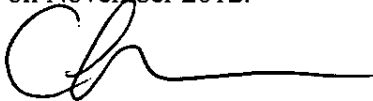
ARTICLE XI. BYLAWS

Bylaws will be hereafter adopted at the first meeting of the board of directors. Such bylaws may be amended, repealed, in whole or in part, by the Directors, in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

ARTICLE XII. DISSOLUTION

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

In witness whereof, the undersigned incorporator have executed these articles of incorporation on November 2012.



CARLOS LUIS IGLESIAS DOMINGUEZ MACAYA

**CERTIFICATE OF REGISTERED AGENT**  
**OF**  
**THE FIRST 25 SOULS CORP.**

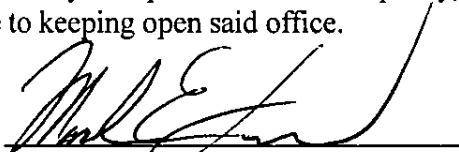
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuant of Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

That **THE FIRST 25 SOULS CORP.** is desiring to organize under the laws of the State of Florida with its Registered Office, as indicated in the Articles of Incorporation and has named Mark E. Fried as its Registered Agent to accept service of process within the State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, and to comply with the Florida Not For Profit Corporation Act,, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
Mark E. Fried