

K. V. V. V.



BLOOMGARDEN,
GOUDREAU
& ROSEN, P.A.

8551 West Sunrise Blvd., Suite 208 Ft. Lauderdale, FL 33322 T 954.370.2222 F 954.370.2211

PAUL M. BLOOMGARDEN • CHERRIE F. GOUDREAU • PHILIP C. ROSEN

November 12, 2013

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

FEDERAL EXPRESS

Re: Any One Can Foundation Incorporated
Document No. N13000003761

Gentlemen:

Enclosed please find Restated Articles of Incorporation for the above, together with our check number 3089 made payable to the Florida Department of State in the amount of \$35.00 representing the filing fee for the same. For your convenience I am also enclosing a self-addressed, stamped envelope for the return of the filed document.

Thank you for your prompt attention to this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Fredda Fierro", is written over a horizontal line.

Fredda Fierro, Secretary to
Paul M. Bloomgarden

\ff
Enc.

FILED
13 NOV 13 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION
OF
ANY ONE CAN FOUNDATION INCORPORATED

ARTICLE I - NAME

The name of this Corporation is ANY ONE CAN FOUNDATION INCORPORATED.

ARTICLE II – ADDRESS

The principal place of business and mailing address of the Corporation is 1630 N.W. 55th Avenue, Lauderhill, FL 33313.

ARTICLE III PURPOSE

This Corporation is organized for the following purposes:

A. To provide charitable educational support services and increased access to institutions of higher learning for low income minority students that otherwise would not be likely to attend such institutions.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CHARITABLE ORGANIZATION

This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Notwithstanding any other provision of these Articles, this 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 corresponding provision of any future United States Internal Revenue Law; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code of 1986, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate for public office.

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, trustee, or member of the corporation or to the benefit of any private person.

On the dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE V - ELECTION/APPOINTMENT OF DIRECTORS

The manner in which directors are elected or appointed is: by nomination and majority voting of current directors.

ARTICLE VI - REGISTERED AGENT

The name and address of the registered agent is: Paul M. Bloomgarden, 8551 West Sunrise Boulevard, Suite 208, Ft. Lauderdale, Florida 33322.

I certify that I am familiar with and accept the responsibilities of registered agent.



PAUL M. BLOOMGARDEN

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is: Kimm Campbell, 1033 N.E. 17th Way, #2004, Ft. Lauderdale, Florida 33304.

ARTICLE VIII - INITIAL OFFICERS

The initial officers and directors of the corporation are:

President/Director Michael A. Drummer
431 S.W. 30th Avenue
Ft. Lauderdale, Florida 33313

Secretary/Director Kimm Campbell
1033 NE 17th Way, #2004
Ft. Lauderdale, Florida 33304

Treasurer/Director George T. Brown
236 S. W. 4th Street
Deerfield Beach, Florida 33441

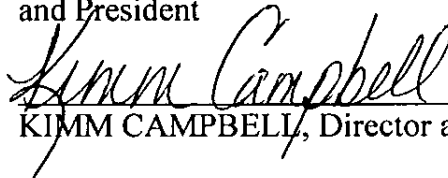
ARTICLE IX – ADOPTION

These Restated Articles of Incorporation were adopted by the Board of Directors on October 31, 2013.

IN WITNESS WHEREOF, the undersigned have executed this Restatement of the Articles of Incorporation this 31st day of October, 2013.



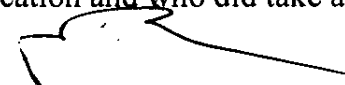
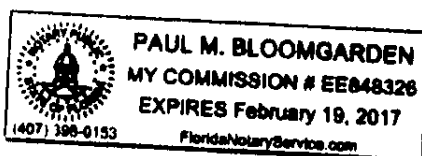
MICHAEL A. DRUMMER, Director
and President



KIMM CAMPBELL, Director and Secretary

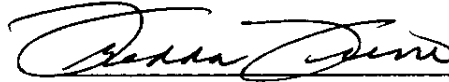
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 31st day of OCTOBER, 2013, by KIMM CAMPBELL who is personally known to me or who has produced her Florida driver's license as identification and who did take an oath.

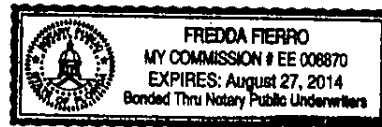

Notary Public

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 31st day of October, 2013, by MICHAEL A. DRUMMER who is personally known to me or who has produced his Florida driver's license as identification and who did take an oath.



Notary Public

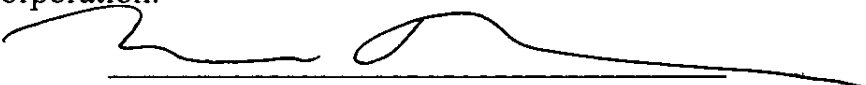



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ANY ONE CAN FOUNDATION INCORPORATED

CERTIFICATE REQUIRED BY F.S. 607.1007(4)

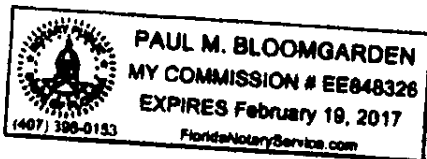
We hereby certify that the October 31, 2013 Restated Articles of Incorporation of Any One Can Foundation Incorporated does not require Shareholder approval and the Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation.


MICHAEL DRUMMER, President and
Director


KIMM CAMPBELL, Director and Secretary

STATE OF FLORIDA
COUNTY OF BROWARD

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Notary Public

STATE OF FLORIDA
COUNTY OF BROWARD

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