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July 19, 2013

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

Re: KEEPING PACE, INC. / New Filing

Dear Sir or Madam:

Enclosed please find the original of the Articles of Incorporation of Keeping Pace, Inc. for filing together with one (1) copy of same.

Please date-stamp the photocopy provided and return it to the undersigned in the postage-paid, self-addressed envelope provided for this purpose.

Also enclosed is a check in the amount of \$78.75 in payment of the filing fees, including a Certificate of Status.

Of course, please feel free to contact us if you have any questions. Thank you.

Very truly yours,



Thomas N. Silverman

TNS/jr:Harpalani.71
Enclosures

**ARTICLES OF INCORPORATION
KEEPING PACE, INC.**

THE UNDERSIGNED, acting as Incorporators of a Corporation Not-for-Profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of this Corporation is KEEPING PACE, INC.

ARTICLE II

The principal business office and mailing address of this Corporation shall be 5570 NE 33rd Avenue, Fort Lauderdale, Broward County, Florida 33308.

ARTICLE III

The purpose or purposes for which this Corporation is organized are:

A. To conduct activities which are exclusively charitable, cultural and educational within the meaning of Chapter 617, Florida Statutes and Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended from time to time, including, without limitation, the provision at no charge of pace makers to medical facilities located in under privileged communities throughout the world, and the conduct of any and all other activities as shall from time to time be found appropriate in connection with the foregoing and as are lawful for a Corporation under the Florida Not For Profit Corporation Act.

B. This Corporation shall be authorized to engage in or include among its purposes any of the purposes mentioned in the Internal Revenue Code and the Florida Not for Profit Corporation Act.

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C. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the world as principals, agents, partners, trustees, or otherwise, either alone or in conjunction with any other persons, association or corporation.

D. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the Laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article III shall be regarded as independent purposes and powers.

No part of the activities of the corporation, directly or indirectly, shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 of 1986, or the 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 of 1986, or the corresponding provision of any future United States Revenue Law.

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This Corporation is not formed for pecuniary profit or financial gain and no part of its assets, income or profit shall be distributed to or inure to the benefit of its Directors, Officers or any other private individual, 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 this Article III.

ARTICLE IV - DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the 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 organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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.

ARTICLE V - MANNER OF ELECTION

The initial Board of Directors shall be elected by the Incorporators. Thereafter, the method of election of the Board of Directors shall be as stated in the By-Laws. The number of the Board of Directors shall not be less than three (3).

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ARTICLE VI - DIRECTORS

The names and addresses of each person to serve on the initial Board of Directors until their successors are elected and qualify, are:

Name	Address
NATASHA HARPALANI	5570 NE 33rd Avenue Ft. Lauderdale, FL 33308
CATERINA BREUER	12445 Plantation Lane North Palm Beach, FL 33408
SAMUEL B. SILVERMAN	142 Commodore Drive Jupiter, FL 33477

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of this Corporation's initial registered agent in Florida are NATASHA HARPALANI, 5570 NE 33rd Avenue, Fort Lauderdale, Florida 33308.

ARTICLE VIII - INCORPORATORS

The names and addresses of the Incorporators are:

Name	Mailing Address
NATASHA HARPALANI	5570 NE 33rd Avenue Ft. Lauderdale, FL 33308
CATERINA BREUER	12445 Plantation Lane North Palm Beach, FL 33408

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IN WITNESS WHEREOF, the undersigned have set their hands and seals this on the day, month and year set forth below.

Signed, Sealed and Delivered
in the presence of:

Jessie B...

Natasha Harpalani
NATASHA HARPALANI, Incorporator

Lerra A. Dwyer
Witnesses

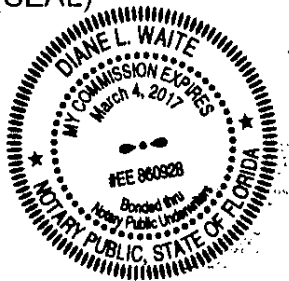
Dated: July 2, 2013

STATE OF FLORIDA)
COUNTY OF Palm Beach) ss.

The foregoing instrument was acknowledged before me by NATASHA HARPALANI (Personally known to me) OR who produced _____ as identification).

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of July, 2013.

(SEAL)



Diane Waite
Notary Public State of Florida, at Large

My commission expires:

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TALLAHASSEE, FLORIDA

[Signature]

Lyra A. Lopez
Witnesses

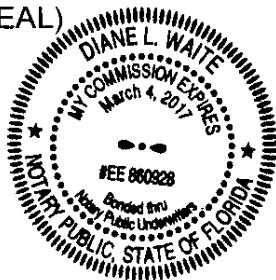
Dated: July 2, 2013


STATE OF FLORIDA)
)ss.
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me by CATERINA BREUER (Personally known to me OR who produced _____ as identification).

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of July, 2013.

(SEAL)




Notary Public State of Florida, at Large

My commission expires:

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TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
COUNTY OF Palm Beach) ss.

Pursuant to the provisions of Sections of the Florida Not For Profit Corporation Act, the Not-For-Profit Corporation identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the Not-For-Profit Corporation is KEEPING PACE, INC.

The name of the registered agent for KEEPING PACE, INC. is NATASHA HARPALANI and the street address of the company's principal office where the agent is located is 5570 NE 33rd Avenue, Fort Lauderdale, Florida 33308.

This statement is to acknowledge that, as indicated above, KEEPING PACE, INC., has appointed me, NATASHA HARPALANI, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated July 2, 2013.

Natasha Harpalani
NATASHA HARPALANI, Registered Agent

The foregoing instrument was acknowledged before by NATASHA HARPALANI (who is personally known to me or has produced _____ as identification, as agent on behalf of KEEPING PACE, INC., a Florida not-for-profit corporation.

WITNESS my hand and official seal in the County and State last-aforesaid this 2nd day of July, 2013.

(SEAL)

Alan S. Hatcher
Notary Public State of Florida, at Large

My commission expires:

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TALLAHASSEE, FLORIDA