Electronic Articles of Incorporation For

N13000006741 FILED July 26, 2013 Sec. Of State rdunlap

WARM FEET, WARM HEARTS INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

WARM FEET, WARM HEARTS INC.

Article II

The principal place of business address:

23159 AMGCI WAY #116 ESTERO, FL. 33928

The mailing address of the corporation is:

23159 AMGCI WAY #116 ESTERO, FL. 33928

Article III

The specific purpose for which this corporation is organized is:

WE WANT TO CREATE A WAY FOR PEOPLE TO RECYCLE OBSOLETE CLOTHING ITEMS (I.E. SINGLE SOCKS) IDEALLY WE WILL COLLECT, CLEAN, PAIR, AND REDISTRIBUTE SOCKS (AND OTHER ARTICLES OF CLOTHING) TO LESS FORTUNATE PEOPLE.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

ANTHONY C ERNST 23159 AMGCI WAY #116 ESTERO, FL. 33928

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

Registered Agent Signature: ANTHONY ERNST

N13000006741 FILED July 26, 2013 Sec. Of State rdunlap

Article VI

The name and address of the incorporator is:

ANTHONY ERNST 23159 AMGCI WAY #116 ESTERO, FL 33928

Electronic Signature of Incorporator: ANTHONY ERNST

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P ANTHONY C ERNST 23159 AMGCI WAY #116 ESTERO, FL. 33928

Title: CFO JAMES GREER 23159 AMGCI WAY #116 ESTERO, FL. 33928

Title: VP ANNEMARIE C ERNST 12740 SW 100 CT MIAMI, FL. 33176

Title: SEC ROBERT A BARKER 11865 112 AVE CIR MIAMI, FL. 33176

Title: VP SEAN WILKINSON 2014 DELVID AVE VALDOSTA, GA. 31602

Title: VP BRITTANY R HOWARD 23159 AMGCI WAY #116 ESTERO, FL. 33928

Article VIII

The effective date for this corporation shall be:

07/22/2013