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ARTICLES OF INCORPORATION
OF
G. KENNEDY FOUNDATION, INC.
(A NON-PROFIT ORGANIZATION)

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a corporation not for profit.

ARTICLE 1

The name of the Corporation is: G. KENNEDY FOUNDATION, INC.

ARTICLE 2

The street address of the principal office of the corporation is: 320 South Flamingo Road, Suite 301, Pembroke Pines, Florida 33027.

ARTICLE 3

The period of duration is perpetual. The qualification for members and the manner of their admission shall be regulated by the Bylaws.

ARTICLE 4

The name and street address of the person signing these Articles of Incorporation is: Gino Kennedy, 320 South Flamingo Road, Suite 301, Pembroke Pines, Florida 33027.

ARTICLE 5

The initial street address of the Corporation's registered office is: 320 South Flamingo Road, Suite 301, Pembroke Pines, Florida 33027.

ARTICLE 6

The names and addresses of the initial Directors are as follows:

Gino Kennedy, President/Chair
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Roderick Parker, Vice-President/Vice-Chair
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

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Prepared by Jacquelyn Lumpkin Wooden, Esq., Fla. Bar No. 078123
12741 Miramar Pkwy, Suite 205, Miramar, FL 33027
Phone: 954-589-1240, Email: JLWoodenpa@gmail.com

Names and addresses of initial Directors (continued)

Misha Kerr, Esq, Treasurer
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Jeneane Brown, Secretary
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Jacqueline Okere-Smart, MD, Director
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Alan C. Nash, Esq, Business Liaison
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Dr. Winston Whyte, Senior Advisor
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Khary Pestaina, Director
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

Blanca Correa-Cespedes, Director
320 South Flamingo Road, Suite 301
Pembroke Pines, Florida 33027.

ARTICLE 7

The method of selection of Directors or Board of Directors, and number of Directors shall be stated in the Bylaws.

ARTICLE 8

The purposes for which this Corporation is formed are exclusively charitable, educational, and scientific, and consist of the following:

Mission:

To create a rigorous, hands-on, inquiry-based, Science, Technology, Engineering, and Mathematics (STEM) program, in the Miami-Ft. Lauderdale area, that will increase the number of minority/at-risk youths participating in STEM related academic activities.

Goal:

The G. Kennedy Foundation seeks to function as a big brother in select public schools throughout Miami-Ft Lauderdale area. Our purpose is to guide minority/at-risk students through the nuances of the academic process by providing: academic support, mentorship, and college readiness. We seek to ensure that minorities/at-risk youths have an advocate who will propel them to the next level of the education process . . . College. Our target population will be middle and high school youths.

G. Kennedy Foundation will answer the call of college readiness ensuring that minorities/at-risk youths have a strong Science, Technology, Engineering, and Mathematics (STEM) background prior to exiting high school. The experience minorities/at-risk youths will gather from our programs will be critical towards their graduation success and future aspirations. Our programs endeavor to address the social cognitive state of minorities/at-risk youths. Ultimately, our goal is to empower minorities/at-risk youth to become leaders in their communities and subsequently the world.

Objectives:

Partner with local schools in the Miami-Ft. Lauderdale area to provide academic support and mentorship to minority/at-risk youths in middle and high school.

Provide college entrance support to minority/at-risk youths who are seeking admissions. I.e. test prep, applications, essays, and mock interview skills.

Increase the number of minority/at-risk youths seeking admission to Colleges and Universities.

Ensure that black males, especially, are nurtured into STEM disciplines; consequently, securing a reasonable representation into high tech Job placements.

501(c)(3) Limitations:

Corporate Purposes: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and/or State income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding applicable provision(s) of any subsequent United States Internal Revenue Code and Regulations.

Exclusivity: The Corporation is organized exclusively for charitable and educational purposes.

No Private Inurement: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

Lobbying and Political Campaigns: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for Public office.

Dissolution: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities, shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, or as subsequently amended, to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation of the relevant assets.

ARTICLE 9

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation, shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled, apart from this Article.

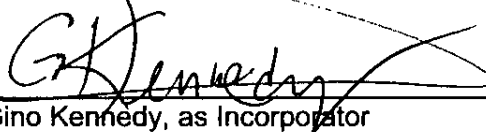
ARTICLE 10

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this Corporation.

EXECUTION BY INCORPORATOR

These Articles of Incorporation are hereby executed by the Incorporator on this day of

January 13, 20 14.


Gino Kennedy, as Incorporator

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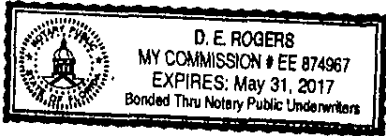
STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared Gino Kennedy, acting as the Incorporator, and who is _____ personally known to me OR who presented a valid government issued photo identification, executed the foregoing instrument and acknowledged before me that he/she is authorized so to act. Type of identification produced FL Dr. Lic # K530-280-79-059-0.

WITNESS my hand and official seal in the County and State last aforesaid this day of

January 15, 20 14.



{Affix Notary Seal}

Signature of Notary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for G. KENNEDY FOUNDATION, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Fla. Stat. §617.0501.

Accepted and signed on this day of January 15, 2014.

Gino Kennedy, as Incorporator

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