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Florida Department of State
Division of Corporations
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**FLORIDA PROFIT/NON PROFIT CORPORATION
ACHIEVE FOUNDATION, INC.**

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: ACHIEVE FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
2385 NW EXECUTIVE CENTER DR.
SUITE #100
BOCA RATON, FL 33431

Mailing address, if different is:
2385 NW EXECUTIVE CENTER DR.
SUITE #100
BOCA RATON, FL 33431

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: PLEASE SEE ATTACHED.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: AS STATED IN
IN THE CORPORATE BYLAWS.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title:	<u>RAFAEL DEL CARPIO</u> <u>PRESIDENT/DIRECTOR</u>	Name and Title:	<u>GARY L. PORTMESS, JR.</u> <u>DIRECTOR</u>
Address	<u>2385 NW EXECUTIVE CENTER DR.</u> <u>SUITE #100</u> <u>BOCA RATON, FL 33431</u>	Address:	<u>2385 NW EXECUTIVE CENTER DR.</u> <u>SUITE #100</u> <u>BOCA RATON, FL 33431</u>

Name and Title:	<u>ALDO N. MARCHENA</u> <u>SECRETARY/DIRECTOR</u>	Name and Title:	_____
Address	<u>2385 NW EXECUTIVE CENTER DR.</u> <u>SUITE #100</u> <u>BOCA RATON, FL 33431</u>	Address:	_____ _____ _____

Name and Title:	_____	Name and Title:	_____
Address	_____ _____ _____	Address:	_____ _____ _____

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Attachment to
Articles of Incorporation of
Achieve Foundation, Inc.

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. This corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to design and execute innovative initiatives and strategic alliances in environmentally friendly activities, pursue scientific research and development royalties opportunities, develop ventures and new economic and financial models based on environmentally and socially responsible projects, and to provide and develop fundraising strategies for environmentally conscience strategic allies.

Upon the dissolution of this 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 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 organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

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

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision 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, or the corresponding section of any future federal tax code, or (b) 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.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of future federal tax code.

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Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: RAFAEL DEL CARPIO
Address: 2385 NW EXECUTIVE CENTER DR. SUITE #100
BOCA RATON, FL 33431

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: RAFAEL DEL CARPIO
Address: 2385 NW EXECUTIVE CENTER DR. SUITE #100
BOCA RATON, FL 33431

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

X [Signature]
Required Signature of Registered Agent

1/28/15
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.

X [Signature]
Required Signature of Incorporator

1/28/15
Date

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