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ARTICLES OF INCORPORATION OF FRIENDSHIP CIRCLES, INC.

In Compliance with Chapter 617, F.S. (Not for Profit)

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

FRIENDSHIP CIRCLES, INC.

ARTICLE II

The purpose for which the corporation is organized is:

To act as a community based volunteer organization dedicated to offering friendship and acceptance to people in need, specifically, senior citizens, children, teens and young adults with special needs regardless of their disability while empowering teenage and young adult volunteers by building their leadership skills as the values of altruism and volunteerism are fostered. To provide respite and impart renewed strength, comfort and peace of mind to the parents of these special children while simultaneously increasing public and community awareness and sense of responsibility to those with special needs, embracing them, and providing friendship and companionship to all those involved.

ARTICLE III

The method of election of the directors of the corporation is set forth in the bylaws.

ARTICLE IV

The minimum number of directors shall be three, and the names and addresses of the initial directors, until the first meeting, are as follows:

Shimon Andrusier 13701 SW 1

13701 SW 12th Street, Apt. A103

Pembroke Pines, FL 33027

Liba Andrusier 13701 SW 12th Street, Apt. A103

Pembroke Pines, FL 33027

Michla Andrusier 13701 SW 12th Street, Apt. A103

Pembroke Pines, FL 33027

ARTICLE V

The initial street address of the registered office of the corporation is 13701 SW 12th Street, Apt A103, Pembroke Pines, FL 33027, and the name of the initial registered agent of the corporation at this address is Liba Andrusier.

The principal mailing address shall be 13701 SW 12th Street, Apt. A103, Pembroke Pines, FL 33027.

ARTICLE VI

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Internal Revenue Code Section 501 (c) (3) or corresponding provisions of any subsequent Federal tax laws, or 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.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, director, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Upon the dissolution of this organization, all of the remaining assets and property 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 organization (s) as said Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE VII

The name and address of the Incorporator is:

Scott J. Schuster 283 Washington Avenue Albany, NY 12206

Having been named to accept service of process for the above named 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.

Liba Andrusier; Registered Agent

Dated:

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. \$17.155, F.S.

Scott J. Schuster, Incorporator

Dated: