

N1500006738

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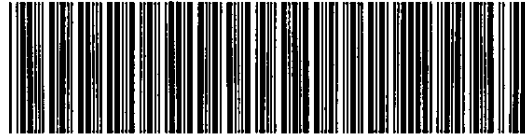
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Handwritten signature
SEP 22 2015
T. LEMMIEUX

Heroes Wellness Foundation, Inc.

500 State Road 436, Suite 2080
Casselberry, FL 32707
Ph: 407-951-7666

August 31, 2015

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: Heroes Wellness Foundation, Inc.
Document No. N15000007138

Dear Sir or Madam:

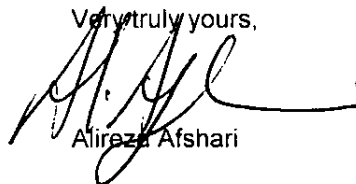
The Amended and Restated Articles of Incorporation of Heroes Wellness Foundation, Inc. are submitted for filing.

Please return all correspondence concerning this matter to the following:

Alireza Afshari
Heroes Wellness Foundation, Inc.
500 State Road 436, Suite 2080
Casselberry, FL 32707

A check in the amount of \$35 is enclosed payable to the Florida Department of State. Please do not hesitate to contact me at the above address or telephone should you have any questions regarding the foregoing.

Very truly yours,



Alireza Afshari

CERTIFICATE OF AMENDMENT AND RESTATEMENT

HEROES WELLNESS FOUNDATION, INC.

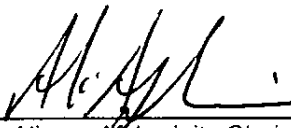
ARTICLES OF INCORPORATION

The undersigned certifies the attached Amended and Restated Articles of Incorporation of Heroes Wellness Foundation, Inc., were duly adopted as the Articles of Incorporation of Heroes Wellness Foundation, Inc. by a majority of the Board of Directors at a meeting called for that purpose on August 29, 2015. The vote of Members was not required. These Amended and Restated Articles of Incorporation supersede all previous Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has affixed his hand this 31st day of August, 2015.

HEROES WELLNESS FOUNDATION, INC.,
A Florida non-profit corporation

By: _____



Alireza Ashari, its Chairman and President

FILED
15 SEP 03 AM 7:13
SECRETARY OF STATE
TALLAHASSEE, FL 32399

**Amended and Restated
Articles of Incorporation
of
Heroes Wellness Foundation, Inc.**

The undersigned, for purposes of amending and restating the Articles of Incorporation of Heroes Wellness Foundation, Inc., in compliance with Chapter 617, F.S., (Not for Profit), does hereby certify:

First: The name of the Corporation shall be Heroes Wellness Foundation, Inc.

Second: The principal place of business and mailing address of the corporation is 500 State Road 436, Suite 2080, Casselberry, FL 32707.

Third: Said 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; including but not limited to providing alternative medicine and health education to military, law enforcement, fire services, first responders, emergency personnel, and their families, and to low income families.

Fourth: The manner in which the Directors are elected or appointed is set forth in the bylaws of the corporation.

Fifth: The names and addresses of the persons who are the initial officers and/or directors of the corporation are as follows:

Alireza Afshari, President
500 State Road 436, Suite 2080
Casselberry, FL 32707

Mohammad Afzalirad, Treasurer
500 State Road 436, Suite 2080
Casselberry, FL 32707

Sixth: The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is: Alireza Afshari, 500 State Road 436, Suite 2080, Casselberry, FL 32707.

Seventh: The name and address of the Incorporator is: Alireza Afshari, 500 State Road 436, Suite 2080, Casselberry, FL 32707.

Eighth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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. 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.


Ninth: Upon the dissolution of the 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 the 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 or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Tenth: The effective date of the corporation is July 20, 2015.

In witness whereof, we have hereunto subscribed our names this 31st day of August, 2015.

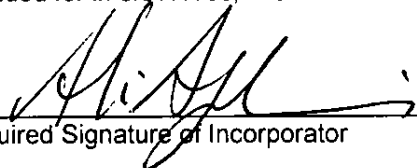
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

8-31-2015
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.



Required Signature of Incorporator

8-31-2015
Date