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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Little Angels Worldwide, Inc.**

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Page Count	04
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**ARTICLES OF INCORPORATION  
OF  
LITTLE ANGELS WORLDWIDE, INC.**

In Compliance with Chapter 617, Florida Statutes (Not for Profit).

**Article I: Name.** The name of the Corporation is Little Angels Worldwide, Inc. (the "Corporation").

**Article II: Address.** The principal place of business address of the Corporation is 4513 Executive Drive, Naples, FL 34119, and the mailing address of the business is 4513 Executive Drive, Naples, FL 34119.

**Article III: Purpose.** The Corporation is formed exclusively for charitable, scientific, religious and educational purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended or modified or replaced by any future United States internal revenue law (the "Code"). In particular, the Corporation is formed to (a) promote awareness for orphans worldwide, (b) raise monies to fund and support orphanages worldwide and (c) perform any activities incidental thereto, such as design a website and create a social media network.

**Article IV: Limitations on Corporate Power.**

(a) **Exempt Organization.** Notwithstanding any other provision of these Articles, the Corporation shall not engage directly or indirectly in any activity which would prevent it from qualifying, and continuing to qualify, as a corporation described in Section 501(c)(3) of the Code (hereinafter referred to in these Articles as an "exempt organization"), or as a corporation contributions to which are deductible under Section 170(c)(2) of the Code. No substantial part of the activities of the Corporation shall be devoted to carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Code), and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(b) **Earnings.** Notwithstanding any other provisions of these Articles, no part of the net earnings or assets of the Corporation shall inure to the benefit of or be distributable to its directors, trustees, officers or any other private individual; provided, however, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the extent that such payments do not prevent it from qualifying, and continuing to qualify, as an exempt organization and to make such lawful payments and distributions in furtherance of the purposes set forth in Article III hereof as may from time to time be either required or permitted by Section 501(c)(3) of the Code.

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(c) Foundation Status. In the event that the Corporation fails to qualify as an organization described in Section 509(a)(1), (2) or (3) of the Code, then, notwithstanding any other provision of these Articles, the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code); from retaining any excess business holdings (as defined in Section 4943(c) of the Code); from making any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; and from making any taxable expenditures (as defined in Section 4945(d) of the Code), to the extent any action therewith would subject the Corporation to tax under one or more of the cited sections of the Code. To the extent required, the Corporation shall make qualifying distributions at such time and in such manner as do not subject the Corporation to tax under Section 4942 of the Code.

**Article V: Dissolution.** In the event that the Corporation shall be dissolved or liquidated, the Board of Directors, after paying or making provision for payment of all of the known liabilities of the Corporation, shall transfer or dispose of the Corporation's property and assets to (a) such one or more corporations, trusts, funds or other organizations which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Code and, in the sole judgment of the Corporation's Board of Directors, have purposes similar to those of the Corporation or (b) the federal government, or to a state or local government for such purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively to one or more of such corporations, trusts, funds or other organizations as said court shall determine, which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Code, and which are organized and operated for such purposes, or to the federal government or to a state or local government for such purposes. No private individual shall share in the distribution of any Corporation assets upon dissolution or sale of the assets of the Corporation.

**Article VI: Manner of Election; Initial Directors and Officers.** The manner in which directors are elected or appointed is as set forth in the Bylaws of the Corporation. The names and addresses of the persons to serve as initial Officers and Directors of the Corporation are as follows:

Nena Korunda – Director and President  
4513 Executive Drive  
Naples, FL 34119

Zdenko Korunda – Director and Vice President  
4513 Executive Drive  
Naples, FL 34119

Sanja Korunda Papes – Director and Secretary/Treasurer  
4513 Executive Drive  
Naples, FL 34119

**Article VII: Registered Agent.** The name and Florida street address of the registered agent is Zdenko Korunda, 4513 Executive Drive, Naples, Florida 34119.

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Article ~~VIII~~: Membership. The Corporation shall not have members.

Article IX: Amendment. These Articles of Incorporation may be amended or repealed, or new Articles of Incorporation may be adopted, by a majority vote of the Board of Directors at any regular or special meeting.

Article X: Incorporator. The name and address of the incorporator is Marlene Marsh, c/o Cohen & Grigsby, P.C., 625 Liberty Avenue, 5<sup>th</sup> Floor, Pittsburgh, PA 15222-3152.

EXECUTION: These Articles of Incorporation are hereby executed by the Incorporator on this 30<sup>th</sup> day of September, 2015.

  
Marlene Marsh, Incorporator

REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT

Having been named as registered agent to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or its duties as registered agent, and is familiar with and accepts the obligations of such position.

  
Zdenko Korunda

Date: September 30<sup>th</sup> 2015

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