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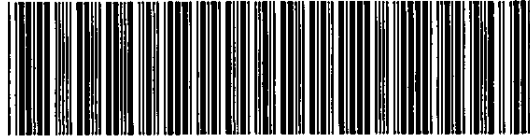
(Business Entity Name)

(Document Number)

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U.S. DEPARTMENT OF COMMERCE
BUREAU OF ECONOMIC ANALYSIS

11/10/15--01021--018 **78.75

W15-76059

WMD 12/18

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: BRANDSTAR FOUNDATION, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: WILLIAM D. WEYROWSKI, ESQ.

Name (Printed or typed)

250 95TH STREET, UNIT 5885

Address

SURFSIDE, FLORIDA 33154

City, State & Zip

786-472-4144

Daytime Telephone number

WILLIAM@WEYROWSKILAW.COM

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 19, 2015

WILLIAM D. WEYROWSKI, ESQ.
250 95TH STREET, UNIT 5885
SURFSIDE, FL 33154

SUBJECT: BRANDSTAR FOUNDATION, INC.
Ref. Number: W15000076059

We have received your document for BRANDSTAR FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 215A00024498

**ARTICLES OF INCORPORATION
OF
BRANDSTAR FOUNDATION, INC.**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation in compliance with the Florida Not For Profit Corporations Act (hereinafter the "Act"), Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be Brandstar Foundation, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II: PRINCIPAL OFFICE

The address of the principal place of business of the Corporation shall be 2001 W. Sample Rd., Suite 101, Pompano Beach, Florida 33064.

ARTICLE III: PURPOSES AND POWERS

The 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 (hereinafter the "Code"), including, but not limited to, the making of distributions to or on behalf of organizations which qualify as exempt organizations under the Code.

Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the powers of the Corporation shall be as provided in the Bylaws of the Corporation in accordance with the Act. The Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in this Article III or are necessary or incidental to the powers so conferred.

ARTICLE IV: LIMITATIONS

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 III 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 of Incorporation, 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

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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.

ARTICLE V: MEMBERS

The Corporation shall have no Members as defined in the Act.

ARTICLE VI: OFFICERS AND DIRECTORS

The officers of the Corporation shall be determined in accordance with the Bylaws of the Corporation.

The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the Bylaws of the Corporation. The number of directors constituting the initial Board of Directors of the Corporation shall be at least three (3). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3).

The initial Board of Directors and their respective titles as such shall consist of:

Mark Alfieri
2001 W. Sample Rd., Suite 101
Pompano Beach, Florida 33064

Carmen Feinberg
2001 W. Sample Rd., Suite 101
Pompano Beach, Florida 33064

Rocky Longworth
2001 W. Sample Rd., Suite 101
Pompano Beach, Florida 33064

ARTICLE VII: INDEMNIFICATION AND INSURANCE

The Corporation shall have the power and authority to provide indemnification in accordance with the law and the Bylaws of the Corporation. The Corporation may maintain insurance at its expense in accordance with the Bylaws of the Corporation.

ARTICLE VIII: DURATION

The Corporation shall have perpetual existence.

ARTICLE IX: BYLAWS

The Board of Directors shall adopt the Bylaws of the Corporation. The authority to make, alter, amend or repeal the Bylaws of the Corporation is vested in the Board of Directors.

ARTICLE X: REGISTERED AGENT

The name of the initial registered agent of the Corporation is William D. Weyrowski, P.A. The registered agent's address is 250 95th Street, Suite 545885, Surfside, Florida 33154.

ARTICLE XI: DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets of the corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the board of directors shall determine or shall be distributed to the federal government, or to a state or local government. Any such assets not disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is 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.

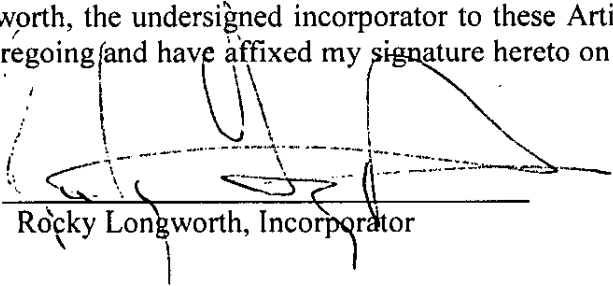
ARTICLE XII: INCORPORATOR

The name and address of the incorporator of the Corporation is as follows: Rocky Longworth, 2001 W. Sample Rd., Suite 101, Pompano Beach, Florida 33064.

ARTICLE XIII: EFFECTIVE DATE

The effective date, if other than the date of filing: January 1, 2016.

IN WITNESS WHEREOF, I, Rocky Longworth, the undersigned incorporator to these Articles of Incorporation, have acknowledged the foregoing and have affixed my signature hereto on this 2 day of December, 2015.


Rocky Longworth, Incorporator

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FILED
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
MIAMI, FLORIDA

**CERTIFICATION OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

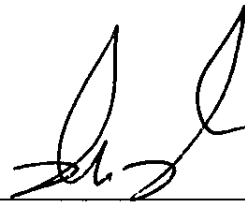
Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance with said statutes:

That Brandstar Foundation, Inc., desiring to organize under the laws of the State of Florida with its principle office as indicated in the Articles of Incorporation at 2001 W. Sample Rd., Suite 101, Pompano Beach, Florida 33064, has named William D. Weyrowski, P.A. as its registered agent, and 250 95th Street, Suite 545885, Surfside, Florida 33154 as the place where service of process may be served within this state.

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of all my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 2 day of December, 2015.



WILLIAM D. WEYROWSKI, ESQ.

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