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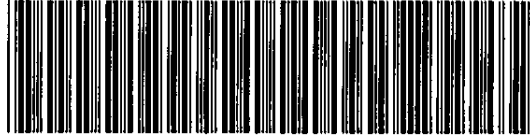
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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January 6, 2016

Florida Department of State
Division of Corporations
Attn: Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: HEROES OF HIP HOP FOUNDATION, INC.
OUR FILE NO.: 094000.07077

Dear Sir/Madam:

Enclosed please find the following in the above-referenced matter:

1. Completed *Articles of Incorporation of Heroes of Hip Hop Foundation, Inc.*; and
2. Our firm's check in the amount of \$87.50 which represents the filing fee, Registered Agent Designation, certified copy and Certificate of Status.

Kindly process the enclosed Articles of Incorporation and return a certified copy, along with the Certificate of Status, to us in the enclosed stamped self-addressed envelope provided herein for your convenience.

Thank you very much for your assistance. Should you have any questions or require any additional information, please contact our office.

Sincerely yours,

HOLLAND & KNIGHT LLP

Erika R. Royal

ER:cr
Encls.

ARTICLES OF INCORPORATION

OF

HEROES OF HIP HOP FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned serves as incorporator for the purpose of forming a corporation not-for-profit and does hereby certify:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is **Heroes of Hip Hop Foundation, Inc.**, (hereinafter called the "Corporation").

ARTICLE II
PRINCIPAL OFFICE OF THE CORPORATION

The address of the principal office of the Corporation shall be 1960 North Commerce Parkway, Unit 10, Weston, Florida 33326.

ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1960 North Commerce Parkway, Unit 10, Weston, Florida 33326. The name of the initial registered agent at that address is Clara Albarracin Ceron.

ARTICLE IV
PURPOSES AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

(1) exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt; and

(2) except as limited by the Articles of Incorporation and the Bylaws, the Corporation will have and exercise all rights and powers in furtherance of its purposes as are or may hereafter be conferred on not for profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from

Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V
MEMBERSHIP

This Corporation shall not have members.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by the Bylaws of the Corporation.

ARTICLE VII
DISSOLUTION

A majority of the Board of Directors may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with Section 617.1403, Florida Statutes, with the Department of State.

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII
DURATION

The Corporation shall exist perpetually.

ARTICLE IX
AMENDMENTS

A majority vote of the Board of Directors may amend the Articles of Incorporation.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator is:

Clara Albarracin Ceron
1960 N. Commerce Pkwy, Unit 10
Weston, Florida 33326

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, being the incorporator of this Corporation, executed these Articles of Incorporation this 20 day of December, 2015.


Clara Albarracin Ceron, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Heroes of Hip Hop Foundation, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Incorporation, at 1960 North Commerce Parkway, Unit #10, City of Weston, County of Broward, State of Florida, has named Clara Albarracin Ceron, whose address is 1960 North Commerce Parkway, Unit #10, City of Weston, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Not for Profit Business Corporation Act relative to keeping open the registered office.


Clara Albarracin Ceron, Registered Agent

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