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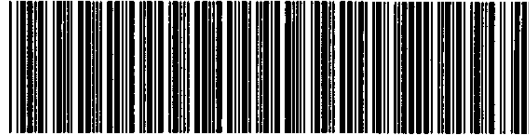
(Business Entity Name)

(Document Number)

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W16-066749

10/20/16



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 28, 2016

BRENDA SCHAMY
4770 BISCAYNE BLVD., STE. 1280
MIAMI, FL 33137

SUBJECT: LITTLE RASCALS, INC.
Ref. Number: W16000066749

We have received your document for LITTLE RASCALS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is L01000007003.

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.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 016A00020846

COVER LETTER

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

SUBJECT: Little Rascals, 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: Brenda J. Schamy

Name (Printed or typed)

4770 Biscayne Blvd., Suite 1280

Address

Miami, Florida 33137

City, State & Zip

(786) 581-2542

Daytime Telephone number

brenda@dsmiami.com

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

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

ARTICLES OF INCORPORATION

of

LITTLE RASCALS FOUNDATION, INC.,
a Florida not-for-profit corporation
("Corporation")

The undersigned Incorporator, for purposes of forming a Florida not-for-profit corporation under the Florida Not for Profit Corporations Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is:

LITTLE RASCALS FOUNDATION, INC.

ARTICLE II
PRINCIPAL AND MAILING ADDRESS

The initial principal place of business of the Corporation shall be located at:

4770 BISCAYNE BLVD., SUITE 1280
MIAMI, FLORIDA 33137

The mailing address of the Corporation is:

4770 BISCAYNE BLVD., SUITE 1280
MIAMI, FLORIDA 33137

ARTICLE III
PURPOSE

The specific purpose for which this Corporation is organized is:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR AMENDMENT THERETO). WITHOUT IN ANY WAY LIMITING THE FOREGOING GENERAL PURPOSES OF THE

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DIVISION OF CORPORATIONS
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CORPORATION, THE SPECIFIC PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED TO PROVIDE UNDERPRIVILEGED CHILDREN THE OPPORTUNITY TO EXPRESS, EDUCATE AND IMMERSE THEMSELVES IN THE ARTS.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The manner in which Directors are elected or appointed is provided in the Bylaws of the Corporation.

ARTICLE V
OFFICERS

The initial Officers of the Corporation are as follows:

<u>NAME & ADDRESS</u>	<u>TITLE</u>
JULIEANNA GODDARD 4770 BISCAYNE BLVD., SUITE 1280 MIAMI, FL 33137 US	PRESIDENT; SECRETARY
OLIVIA ORMOS 4770 BISCAYNE BLVD., SUITE 1280 MIAMI, FL 33137	VICE PRESIDENT; SECRETARY; TREASURER

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

DISCHINO & SCHAMY, PLLC
4770 BISCAYNE BLVD., SUITE 1280
MIAMI, FL 33137

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is:

JULIEANNA GODDARD
4770 BISCAYNE BLVD., SUITE 1280
MIAMI, FL 33137

ARTICLE VIII

BYLAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL THE BYLAWS OF LITTLE RASCALS FOUNDATION, INC. SHALL BE VESTED IN THE DIRECTORS OF THE CORPORATION, AS MORE SPECIFICALLY PROVIDED IN THE BYLAWS OF THE CORPORATION.

ARTICLE IX **BOARD OF DIRECTORS**

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS.

ARTICLE X **LIMITATION OF ACTIVITIES**

SECTION 1. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS SECTION 501(C)(3) PURPOSES.

SECTION 2. 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.

SECTION 3. 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 OR ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE) OR (B) BY A CORPORATION OR ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE).

ARTICLE XI **DISSOLUTION**

UPON THE DISSOLUTION OF THE CORPORATION, THE DIRECTORS OF THE

CORPORATION SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISTRIBUTE ALL THE RESIDUAL ASSETS OF THE CORPORATION TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS OR SCIENTIFIC PURPOSES WHICH, AT THE TIME OF SUCH DISPOSITION, QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER 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.

ARTICLE XII
AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY THE DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH THE PROCEDURE SET FORTH IN CHAPTER 617, FLORIDA STATUTES, AS MAY BE AMENDED FROM TIME TO TIME.

INCORPORATOR:

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.

Julieanna Goddard
Julieanna Goddard (Sep 22, 2016)

Julieanna Goddard

REGISTERED AGENT:

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.

DISCHINO & SCHAMY, PLLC,
a Florida limited liability company

By: _____

Brenda L. Schamy

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