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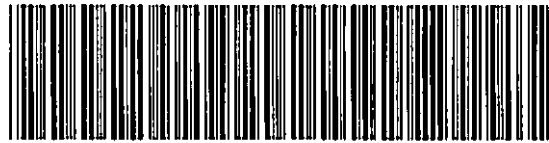
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2018 NOV 26 AM 8:57



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 30, 2018

ZUMPARO CASTRO
500 S DIXIE HIGHWAY #302
CORAL GABLES, FL 33146

SUBJECT: HEART 4 SOUL, INC.
Ref. Number: W18000088506

We have received your document for HEART 4 SOUL, 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.

N18000004860-HEART 4 SOULS, INC. The registered agent name not matching see article v and article 11.,

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.

Tyrone Scott

Regulatory Specialist II
New Filings Section

Letter Number: 618A00020776

ARTICLES OF INCORPORATION
Of
Heart for Friends, Inc.

2016 NOV 26 AM 8:56
CORAL GABLES

Article I. Name

The name of this Florida not-for-profit corporation is: **Heart for Friends, Inc.**

Article II. Address

The street and mailing address of the Corporation's initial principal office is:

c/o 7301 Monaco Street, Coral Gables, FL, 33143

Article III. Purpose

The Corporation is organized and shall be operated exclusively for religious, charitable, education, sports, athletic and recreational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (the "Code"), including but not limited to the collection of donations for less fortunate children in an effort to encourage interest in sports.

Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Z C R Services, Inc.
500 South Dixie Highway, Suite 302
Coral Gables, FL 33146

Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). the Corporation

shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3), 501(c)(6), or by a corporation contributions to which are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4943(c), make any investments as to subject the Corporation to tax under Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

The corporation shall have all of the powers of a natural person, subject only to limitations imposed by these Articles, the Bylaws of the Corporation and applicable laws. The Corporations shall have and exercise all rights and powers conferred, in order to promote religious, charitable, educational, sports, athletic and recreational purposes.

Article VII. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Diego Canto
Ryan Linares

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than two directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than two. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

Article VIII. Incorporator

The name and address of the incorporator is:

Juan Carlos Canto
7301 Monaco Street
Coral Gables, FL, 33143

Article IX. Dissolution

In the event the Corporation shall be dissolved or liquidated, all assets that remain after paying or making provision for payment of all the known debts and liabilities of the Corporation may be distributed among organizations, selected by the Board, which are at the time exempt from

Federal Income Tax as organizations described in Section 501(c)(3) or Section 501(c)(6) of the Code and which will continue to use such funds in accordance with Section 501(c)(3) or Section 501(c)(6) of the Code (or the corresponding sections of any future federal tax code), provided that each such organization must continue to qualify as an organization as described in Section 501(c)(3) or Section 501(c)(6) of the Code (or the corresponding sections of any future federal tax code). 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 for such tax exempt purposes and as such court shall determine. In no event shall such remaining assets be distributed to any Director or officer of the Corporation, or inure to the benefit of any private individual.

Article X. Corporate Existence

The corporate existence of the Corporation shall begin effective as of the date filed.

The authorized representative of the incorporator executed these Articles of Incorporation on September 12, 2018.



Juan Carlos Canto

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE

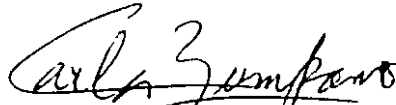
CORPORATION:

Heart for Friends, Inc.

REGISTERED AGENT/OFFICE:

Z C R Services, Inc.
500 South Dixie Highway, Suite 302
Coral Gables, FL 33146

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

A handwritten signature in cursive script, appearing to read 'Carlos Zumpano', is written over a horizontal line.

Carlos Zumpano, Esq., President

Dated Effective: September 12 , 2018