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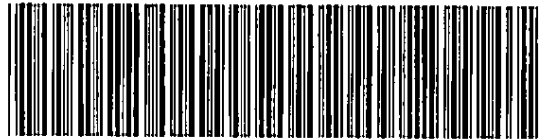
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2019 APR -1 AM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 08 2019

K Brumbley

March 29, 2019

Via Priority Mail

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

**Re: Filing of Articles of Incorporation for Not for Profit Corporation
Julen Smiles, Inc.**

To Whom It May Concern:

Attached to this letter please find Articles of Incorporation for a Not for Profit Corporation that will be named "Julen Smiles, Inc." Along with the Articles of Incorporation, please find a check for \$70.00.

Should you have any questions or concerns, regarding this filing, please do not hesitate to contact me personally via telephone at 305-877-0162 or via email at andoni@garciamirandalaw.com.

Sincerely,

Andoni Gonzalez-Rua, Esq.
Florida Bar No. 91437
Garcia, Miranda & Gonzalez-Rua, P.A.
9485 SW 72nd Street, Suite A-270
Miami, FL 33173
305-877-0162 – Mobile
954-320-7502 – Fax
andoni@garciamirandalaw.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Julen Smiles, Inc.**

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

A. NAME OF CORPORATION: The name of the corporation ("Corporation") is Julen Smiles, Inc..

B. PRINCIPAL OFFICE: The principal office of the corporation is located at 9485 SW 72nd Street, Suite A270, Miami, Florida 33173.

C. MAILING ADDRESS: The mailing address of the corporation is 9485 SW 72nd Street, Suite A270, Miami, Florida 33173.

D. REGISTERED AGENT: The name of the registered agent of the corporation is Laura Gonzalez-Rua. The address of this registered agent is 9485 SW 72nd Street, Suite A270, Miami, Florida 33173.

E. DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

F. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

G. INCORPORATOR: The name and address of the incorporator is: Laura Gonzalez-Rua, 9485 SW 72nd Street, Suite A270, Miami, Florida 33173.

H. CORPORATE PURPOSES:

1. The exclusive purpose of this Corporation is to engage in charitable, educational, religious, or scientific activities that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

2. To do any and all lawful activities which may be necessary, useful, or desirable

for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly.

3. All of the foregoing purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under section 501(a) of Internal Revenue Code of 1986

I. 501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal taxation under section 501(a) of IRS Code as an organization described in section 501(c)(3) of that Code

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the its directors or officers, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to the Corporation's purposes (as specified herein) no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(a) of the IRS Code as an organization described in section 501(c)(3) of that Code. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

J. INDEMNIFICATION - Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in

such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION


These Articles of Incorporation are hereby executed by the incorporator on this 25th day of MARCH, 2019.



Laura Gonzalez-Rua

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for this Corporation.



Laura Gonzalez-Rua

Date: 3/25/2019