February 9, 1995

PAUL L. LABINER, ESQ. 2255 GLADES ROAD SUITE 422A BOCA RATON, FL 33431

SUBJECT: PROJECT BARTER FEED, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NON-PROFIT corporation and assigned new document number N95000000646 with the original file date of September 15, 1994.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely, Agnes Bundick Corporate Specialist New Filings Section

Letter number: 295A00005779

N95000000646

Altoney and Counselor at Law Admitted in NY, NJ and Plovida

TRANSMITTAL LETTER

2255 Ilados Brad Luito 422-8 Brea Batra, F1 3.3431 Tot (407) 998-2362 Fax (407) 998-2358

September 9, 1994

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

SUBJECT: PROJECT BARTER FEED, INC.

Enclosed please find the Articles of Incorporation for Project Barter Feed, Inc. and an exact copy, along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Thank you for your time and attention to this matter.

Sincerely,

Paul S. Labiner, Esq.

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Enclosures

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FILED

ARTICLES OF INCORPORATION

94 SEP 15 PH 3: 25

FOR

SECRETANT OF STATE TALLAHASSEE FLORIDA

PROJECT BARTER FEED, INC.

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: Project Barter Feed, Inc.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be: 7692 SW 7th Court, North Lauderdale, Florida 33068.

ARTICLE III

The specific purpose for which the corporation is organized is: to solicit funds and food from barter members, worldwide, to assist in meeting the food and nourishment requirements of the needy, worldwide.

ARTICLE IV

The manner in which the directors are elected or appointed is as follows: At the annual meeting of the corporation, as designated in the corporation bylaws, business transacted shall include the election of directors of the corporation.

ARTICLE V

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VI

The name and the street address of the initial registered agent is: Scott Ebberbach, 7692 SW 7th Court, North Lauderdale, Florida 33068.

ARTICLE_VII

The name and address of the incorporator is: Scott Ebberbach, 7692 SW 7th Court, North Lauderdale, Florida 33068.

The undersigned incorporator has executed these Articles of Incorporation this 100 day of 5 plants. 1994.

INCOTPOTATOT SCOTT EBBERUACH

Having been named as registered agent and 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 my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 540 (1) , 1994

Registered Agent-SCOTT-EBHERBACH

94 SEP 15 PH 3: 25

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Paul S. Labiner Atterney and Counselor at Law Monthled in NY. NI and Placeda DIVISION OF CORPORATIONS 95 FEB -6 PH 12: 54

2.55 Block Bred Suite 422 V Brea Raten. 97 33431 Tel (407) 998.2362 Fan (407) 995-2358

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February 2, 1995

Department of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

RE: PROJECT BARTER FEED, INC.

To Whom It May Concern:

Enclosed, please find an original ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION and one (1) copy for the above referenced non-profit corporation.

Additionally, enclosed is a check in the amount of \$87.50 payable to Department of State for:

\$ 35.00 Filing Fee

52.50 Certified Copy

If you should have any questions, please contact my office

S. Labiner, Esq.

dcc

Enclosure

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ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

95 FEB -6 PH 12: 54

Pursuant to the provisions of FSA § 617.1006 , this corporation hereby adopts the following articles of amendment to its articles of incorporation:

- 1. The name of the Corporation before amendment: <u>Project Barter Feed, Inc.</u>
- 2. The text of each amendment as adopted is as follows:

ARTICLE III

The specific purpose for which the corporation is organized is: to solicit funds and food from barter members, worldwide, to assist in meeting the food and nourishment requirements of the needy, worldwide. The purposes for which the corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes. Notwithstanding any other provision of these articles, this organization 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 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VIII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then 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.

4. The date of adoption of each amendment was: January 17, 1995

- 5. Each amendment was adopted by: The member. Shareholder action was not required.
- 6. All other portions of the Articles of Incorporation of the Corporation, not specifically modified or amended herein, are hereby authorized to continue in full force and effect.
- 7. These amendments will be effective upon filing.

Data

Incorporator - SCOTT EBBERBACH

Sole officer

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM. **APPLICATION** FLORIDA DEPARTMENT OF STATE FOR REINSTATEMENT DIVISION OF CORPORATIONS DOCUMENT # N95000000646 (8) 95 (6) 20 JM 10: 08 1 Corporation Name SHOREWAY OF STATE TALLAHY SSEE, FLORIDA PROJECT BARTER FEED, INC. Mailing Address Principal Place of Business 600001640446 7692 SW 7th Court 7692 SW 7th Court -11/17/95--01027--016 North Lauderdale, FL North Lauderdale, FL ****236.25 ****236.25 33068 33068 If above addresses are incorrect in any way, line through incorrect information and entar correction below. 2. New Mailing Address, if Applicable 3. New Principal Other Address, Il Applicable Date Incorporate of Quantied To Do Business of Florida Sune, Apt. #, etc. Suite, Apt. #, etc. 09/15/94 5. I El Number City & State City & State Applied For 65-0558867 Ζip Not Applicable Country 7.0 Country CERTIFICATE OF STA 100 TESIRED 50 \$8.75 Additional Fee re 7. Names and Street Addresses of Each Officer and/or Director. (Florida nonprofit corporations must bet at least 3 directors) Name of Officers and/or Directors Title(a) Street Address of Each Officer and/or Director
[Do NOT Use Pust Office Box Numbers) City / State / Zip `P/D Scott Ebberbach 33068 7692 SW 7th Court North Lauderdale, FL S/V/D Catheryn Ebberbach 7692 SW 7th Court North Lauderdale, FL D Kathy Snow -33068. 2671 Commercial Street Salem, Oregon 97302 8. Name and Address of Current Registered Agent 9. Name and Address of New Registered Agent Scott Ebberbach 7692 SW 7th Court Street Address (P.O. Box Number is Not Accoptable)

6011001640446 North Lauderdale, FL 33068 -11/17/95--01027--01/ ******8.75 ******8.75 City State Zip Code 10. I, being appointed distered. aent of th im familiar with and accept the obligations of Section 607.0505, F.S Signature of Registered Agent REGISTERED AGENT WAST SIGN 11. If this corporation is a non-profit with I.R.S. 501(c)(3) tax exempt status, check this box 🕱 12. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. 13. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3)(k). Florida Statutes, I receive the Division of Corporating. From any Emplity of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed example from public access. I this robustatement application are receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing less owed by the corporation have to end of the information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made (See other side for information SCOTT EL SIGNATURE: ,Scott Ebberbach, Pres.