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FLORIDA DIVISION OF CORPORATIONS
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FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

AMB: AMERICAN WORLDWIDE CHILDREN'S HEART FOUNDATI

AUDIT NUMBER.....H96000013360

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

CERT. OF STATUS..0

PAGES..... 8

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

September 24, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: AMERICAN WORLDWIDE CHILDREN'S HEART FOUNDATION
REF: W96000020165

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate SpecialistFAX Aud. #: H96000013360
Letter Number: 796A00044018

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ARTICLES OF INCORPORATION
OF
AMERICAN WORLDWIDE CHILDREN'S HEART FOUNDATION CORP.
FLORIDA NONPROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of this corporation is:

AMERICAN WORLDWIDE CHILDREN'S HEART FOUNDATION CORP.

The principal place of business of this corporation shall be:

6365-2 Bay Club Drive
Ft. Lauderdale, Florida 33308

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for general ~~but not for profit corporate~~ purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III
DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV
GENERAL AND SPECIFIC PURPOSES

This instrument prepared by:
Stuart H. Sobel, Esquire
Florida Bar No. 262382
SIEGFRIED, RIVERA, LERNER
DE LA TORRE & SOBEL, P.A.
201 Alhambra Circle-Suite 1102
Coral Gables, FL 33134
(305) 442-3334
Fax: (305) 443-3292

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The purposes for which this corporation is formed, and the business and the objects to be carried on and promoted by it, are as follows:

1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

2. The specific purpose for which the corporation is organized shall be: To assist in bringing Health Care assistance to children in connection with illness of the Heart, but there will be no limitation as to the age of the person or the type of illness. This assistance can be extended to persons in any part of the world.

3. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.

4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.

5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien.

7. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.

8. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

9. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting

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one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on such propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.

10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Broward County, Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organized and operated exclusively for such purposes.

12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

The By-Laws may impose other conditions of membership from time to time.

ARTICLE V

The manner in which the directors are elected or appointed shall be: A person has to be nominated by a current member of the Board of Directors and must receive the vote of the majority of the members of the Board in order to be appointed to the Board.

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ARTICLE VI

The name and street address of the initial registered agent shall be:

Rogelio Alfonso Malek 6365-2 Bay Club Drive
Ft. Lauderdale, FL 33308

ARTICLE VII

The name and street address of the incorporator of these Articles of Incorporation shall be:

Rogelio Alfonso Malek 6365-2 Bay Club Drive
Ft. Lauderdale, FL 33308

ARTICLE VIII

The affairs of the corporation shall be managed by a President, Vice President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors. The names of the Officers and the office they shall hold until the first election shall be:

President	Rogelio Malek	6365-2 Bay Club Drive Ft. Lauderdale, FL 33308
Vice President	Zaka Syed	201 S.E. 6th Avenue-#9 Pompano Beach, FL 33060
Secretary	Cynthia Rohenes	Nob Hill West Bldg. A #211 10405 North Kendall Drive Miami, FL 33176
Treasurer	Frank Rohenes	Nob Hill West Bldg. A #211 10405 North Kendall Drive Miami, FL 33176

ARTICLE IX

The members of the Board of Directors shall never be less than three (3) in number. Initially the Board of Directors shall consist of four (4) persons whose names and address are as follows and who shall serve as Directors until the first election:

- 1) Rogelio Malek 6365-2 Bay Club Drive
Ft. Lauderdale, FL 33308
- 2) Zaka Syed 201 S.E. 6th Avenue-#9
Pompano Beach, FL 33060
- 3) Cynthia Rohenes Nob Hill West Bldg. A #211

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10405 North Kendall Drive
Miami, FL 33176

4) Frank Rohenon

Nob Hill West Bldg. A #211
10405 North Kendall Drive
Miami, FL 33176

ARTICLE X

The Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the Officers of this Corporation, to abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XI

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.


ARTICLE XII

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

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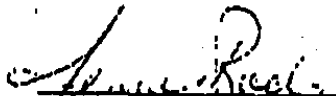
The undersigned incorporator has executed these Articles of Incorporation this 19 day of September, 1996.


Incorporator

STATE OF FLORIDA
COUNTY OF DADÉ

BEFORE ME, the undersigned authority, personally appeared and Resalee Patel, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

19 IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of September, 1996.


NOTARY PUBLIC, State of
Florida-At-Large



JERRY RODRIGUEZ
MY COMMISSION # C0475834 EXPIRES
October 20, 1999
ISSUED BY THE FLORIDA BAR ASSOCIATION, INC.

Personally Known ☒
Produced Identification (Type)

My Commission Expires:

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+Fka0000013360

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First-That AMERICAN WORLDWIDE CHILDREN'S HEART FOUNDATION, CORP. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Rogelio Maluk, located at 6365-2 Bay Club Drive, City of Ft. Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

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.



Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA