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**Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : GREENBERG TRAUIG (WEST PALM BEACH)
Account Number : 075201001473
Phone : (561) 650-7900
Fax Number : (561) 655-6222

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FLORIDA NON-PROFIT CORPORATION

What About Us Foundation, Inc.

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Corporate Filing

Public Access Help

**ARTICLES OF INCORPORATION
OF
WHAT ABOUT US FOUNDATION, INC.
(a Florida Not For Profit Corporation)**

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ARTICLE I - NAME

The name of this corporation shall be: What About Us Foundation, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1374 N. Killian Drive
Suite A
Lake Park, FL 33403

ARTICLE III - PURPOSE

This Corporation is organized exclusively for charitable purposes and shall not, as its primary activity, engage in a regular business of a kind ordinarily carried on for profit. In furtherance of this purpose, this Corporation may transact any and all business lawful for a not-for-profit corporation.

ARTICLE IV - DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the resolution of a majority of the Board of Directors; provided, however, that the Board of Directors consists of not fewer than three (3) directors and no decrease in the number of directors shall have the effect of shortening the terms of an incumbent director. The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Peter J. Cordani	1374 N. Killian Drive Suite A Lake Park, FL 33403
William A. Cordani	1374 N. Killian Drive Suite A Lake Park, FL 33403
Anne Cordani	1374 N. Killian Drive Suite A Lake Park, FL 33403

The members of the Board of Directors shall be elected as provided in the Bylaws of the Corporation.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

Phillip T Ridolfo, Jr., Esq.
Greenberg Traurig, P.A.
777 S. Flagler Drive, 300E
West Palm Beach, FL 33401

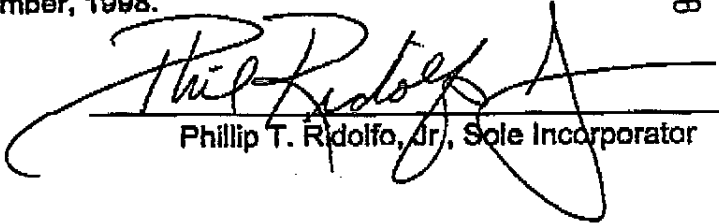
ARTICLE VI - INCORPORATOR

The name and address of the Incorporator of the Corporation are:

Phillip T Ridolfo, Jr., Esq.
Greenberg Traurig, P.A.
777 S. Flagler Drive, 300E
West Palm Beach, FL 33401

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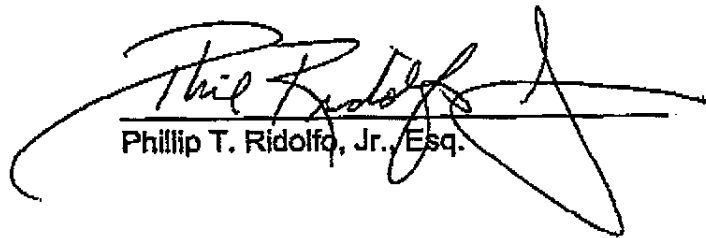
IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 12th day of November, 1998.


Phillip T. Ridolfo, Jr., Sole Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF
THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION
HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 12th day of November, 1998.


Phillip T. Ridolfo, Jr., Esq.