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Division of Corporations
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To:

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305) 541-3694
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FLORIDA NON-PROFIT CORPORATION

THE ANDY RUENES FOUNDATION INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 27, 1999

EMPIRE

SUBJECT: THE ANDY RUENES FOUNDATION INC.
REF: W99000012429

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

FAX Aud. #: H99000012798
Letter Number: 899A00029299

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ARTICLES OF INCORPORATION

OF

THE ANDY RUENES FOUNDATION, INC

The undersigned acting as Incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME.

The name of this corporation is: **THE ANDY RUENES FOUNDATION, INC**

ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

3568 West 72 Street
Hialeah, FL 33018

ARTICLE III. PURPOSE AND DURATION.

This Corporation shall have perpetual existence, commencing upon filing of these articles. Its purpose is to organize for charitable, religious, educational and benevolent purposes but that are not for any pecuniary profit.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

This Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time in accordance with the Bylaws adopted by the corporation, but shall never be less than three.

SECRETARY
ALLIANCE
CORPORATION

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Sergio J. Guzman
Attorney at Law
1105 S.W. 87 Avenue
Miami, Florida 33174

FB 726826
(305) 252-6696

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ARTICLE V. LIMITATIONS OF CORPORATE POWERS.

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ms. Gladys L. Ruenes
3568 West 72 Street
Hialeah, FL 33018

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial directors of this Corporation and their street addresses are:

Ms. Gladys L. Ruenes
3568 West 72 Street
Hialeah, FL 33018

Ms. Michelle M. Ruenes
3568 West 72 Street
Hialeah, FL 33018

Mr. Eric D. Ruenes
5 Olive Drive #132
Hialeah, FL 33010

The persons named as Initial directors shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

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ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Ms. Gladys L. Ruenes
3568 West 72 Street
Hialeah, FL 33018

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 26 day of April, 1999, in Dade County, Florida.


Ms. Gladys L. Ruenes

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared Gladys L. Ruenes to me known to be the person described as Incorporator or who produced the following form of identification: DRIVER'S LIC and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 26 day of April, 1999.


Sergio J. Guzman,
Notary Public
State of Florida at Large



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ACKNOWLEDGEMENT AND ACCEPTANCE OF REGISTERED AGENT

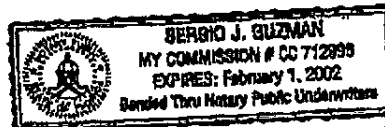
HAVING been named to accept service of process for **THE ANDY RUENES FOUNDATION**, at 3568 West 72 Street, Hialeah, Florida 33018, the undersigned agrees to comply with provisions of Florida law relative to keeping the designated office open.

Gladys L. Ruenes
Gladys L. Ruenes
Registered Agent

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared Gladys L. Ruenes, to me known to be the person described in the above Acknowledgment and Acceptance of Registered Agent, and acknowledged before me that he subscribed to the same document on this 26 day of April, 1999.

Sergio J. Guzman
Sergio J. Guzman
Notary Public for the
State of Florida at Large



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