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Of
ROSEMARIE A. GERONAZZO

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N99000003771

June 1, 1999

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

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*****87.50 *****87.50

RE: KIDS FOR KIDS CHARITY, INC.

Dear Sir/Madam:

Enclosed herewith please find a check numbered 2308 in the amount of \$ 87.50 representing the requisite filing fees for the above-referenced articles of incorporation, designation of registered agent and certified copy.

Please return a stamped copy of the Articles and assigned charter number at your earliest convenience.

Should you have any questions, please contact the undersigned as soon as possible to avoid delay.

Sincerely yours,

ROSEMARIE A. GERONAZZO, ESQUIRE

RAG/ag

Enclosures

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 9, 1999

ROSEMARIE A. GERONAZZO
1300 N. FEDERAL HWY., STE. 110
BOCA RATON, FL 33432-2848

SUBJECT: KIDS FOR KIDS CHARITY, INC.
Ref. Number: W99000013374

We have received your document for KIDS FOR KIDS CHARITY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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 (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 199A00031051

ARTICLES OF INCORPORATION
OF
KIDS FOR KIDS CHARITY, INC.

I, the undersigned incorporator, a natural person, desiring to form a not for profit corporation, under Chapter 617 of the Florida Statutes known as the Florida Not For Profit Corporation Act of the State of Florida, in furtherance thereof adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be:

KIDS FOR KIDS CHARITY, INC.

ARTICLE II

PURPOSE

The corporation is organized exclusively for charitable purposes, and in general to exercise any , all and every power for which a not for profit organization organized under the Florida Not For Profit Corporation Act can be authorized to exercise. All of the property of this corporation and any accumulations thereof shall be held and administered to effectuate these purposes, in no event shall its property, whether principal or income be diverted to private purposes.

Notwithstanding any other provisions of these Articles, the organization will not carry on any other activities not permitted to be carried on by:

(A) A corporation exempt from federal income tax under Section 501(C) (3) of the Internal Revenue code of 1986 or the

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corresponding provision of any future United States Internal Revenue law, or

(B) A corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954, or any other corresponding provision of any future United States Internal Revenue law.

ARTICLE III

DURATION

This corporation shall exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV

INITIAL PRINCIPAL OFFICE ADDRESS

The initial address of the principal office of this corporation is 1515 N.E. 6th Court, Fort Lauderdale, Florida 33304.

The Board of Directors shall have the power and the authority to establish offices in the State of Florida, or in any state, territory, or district of the United States, or foreign country, as necessary for the best interests of the corporation.

ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent of this corporation and their address is as follows:

LUISA M. VIVIANI

1515 N.E. 6th Court

Fort Lauderdale, Florida 33304

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

LUISA M. VIVIANI

1515 N.E. 6th Court

Fort Lauderdale, Florida 33304

ARTICLE VII

BOARD OF DIRECTORS

This not for profit corporation shall have three (3) directors as required by Florida Statutes Section 617.0803. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws adopted by the Board of Directors of this corporation, but shall never be less than three (3) Directors.

Pursuant to Section 617.0202(d) of the Florida Statutes, the Board of Directors shall have the authority and power to elect or appoint the Directors as stated in the By-Laws which govern the operation of the not for profit corporation, and to thereafter amend same from time to time if deemed necessary by the Board of Directors.

ARTICLE VIII

INITIAL OFFICERS

The names and post office addresses of the initial officers of this corporation who shall hold office for the first

year of the corporation's existence or until their successors have been elected are as follows:

LUISA M. VIVIANI President/Vice-President
Secretary/Treasurer

ARTICLE IX

DISSOLUTION

In the event of dissolution, the residual assets of the organization shall be turned over to an organization or organizations which themselves are exempt as organizations described in Section 501(C) (3) and 170 (c) (3) of the Internal Revenue Code of 1986 or corresponding sections of any prior to future law, or to the federal, state, or local government for exclusive public purpose.

ARTICLE X

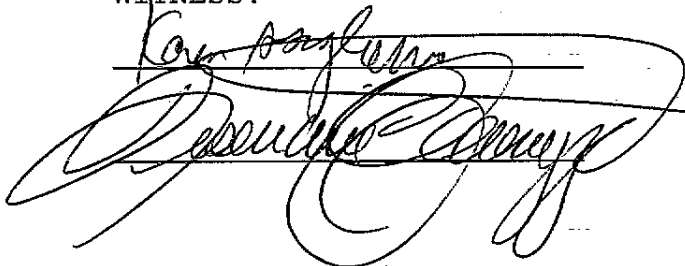
AMENDMENT

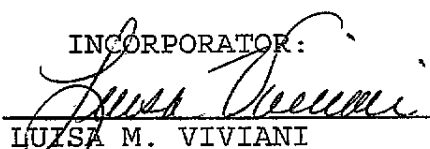
These Articles of Incorporation may be amended or repealed as provided by law at any regular meeting of the organization. Every amendment shall be approved by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2 day of June, 1999.

WITNESS:

INCORPORATOR:




LUISA M. VIVIANI

June 2, 1999

DESIGNATION OF REGISTERED

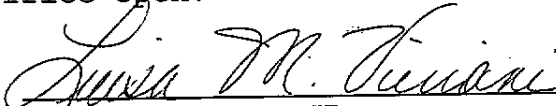
AND REGISTERED AGENT

AND ACCEPTANCE THEREOF

Pursuant to Chapter 617, Florida Statutes, the following is submitted:

1. KIDS FOR KIDS CHARITY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Fort Lauderdale, has named LUISA M. VIVIANI of 1515 N.E. 6th Court, Fort Lauderdale, Florida 33304 as its agent to accept service of process within this State.

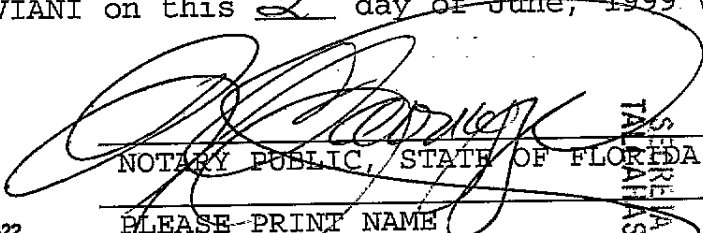
2. Having been named to accept service of process for the above-named corporation at the place designed in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 617, Florida Statutes, relative to keeping said office open.


LUISA M. VIVIANI
Registered Agent of Corporation

As providing proof as to his/her identity by using a valid driver's license, this instrument was SWORN TO AND SUBSCRIBED before me by LUISA M. VIVIANI on this 2 day of June, 1999 who took an oath.



Rosemarie A Geronazzo
My Commission CC826322
Expires May 16, 2003


NOTARY PUBLIC, STATE OF FLORIDA

PLEASE PRINT NAME

NOTARY COMMISSION NUMBER

My commission expires:

(Notary Seal)

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