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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: kstolzenberg@sgfcounsel.com

FLORIDA PROFIT/NON PROFIT CORPORATION

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SUBJECT: POCKETS & SOCKETS, INC.
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L08000085233 (POCKET SOCKET, LLC).

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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**ARTICLES OF INCORPORATION OF
POCKETS & SOCKETS FOUNDATION, INC.
a Florida Not-For-Profit Corporation**

The following constitutes the Articles of Incorporation of POCKETS & SOCKETS FOUNDATION, INC:

ARTICLE I - NAME

The name of the corporation is POCKETS & SOCKETS FOUNDATION, INC. (the "Corporation")

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the Corporation is:

1840 Main Street, Suite 202
Weston, FL 33326

ARTICLE III - PURPOSE

The Corporation is organized exclusively for, and limited to, charitable, educational, religious and scientific purposes under Section 501(c)(3) of the Internal Revenue Code (IRC), or corresponding section of any future federal code.

ARTICLE IV - ELECTION OF DIRECTORS

Directors of the Corporation are appointed as provided in the bylaws of the Corporation.

ARTICLE V - INITIAL DIRECTORS

The Corporation shall initially have four (4) directors, each to hold office until their successors are duly appointed in accordance with the bylaws of the Corporation. The following persons constitute the initial board of directors of the Corporation:

Victoria Levine 1840 Main Street, Suite 202 Weston, FL 33326	Jennifer Bolger 1840 Main Street, Suite 202 Weston, FL 33326
Laura Stolzenberg 1840 Main Street, Suite 202 Weston, FL 33326	Andrew Bolger 1840 Main Street, Suite 202 Weston, FL 33326

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ARTICLE VI - REGISTERED OFFICE AND AGENT

The name and street address of the registered office of the Corporation are as follows:

Keith Stolzenberg
Stolzenberg, Gelles, Flynn & Arango, LLP
1401 Brickell Avenue, Suite 825
Miami, Florida 33131.

ARTICLE VII - INCORPORATOR

The name and street address of the Incorporator of the Corporation are as follows:

Keith Stolzenberg
Stolzenberg, Gelles, Flynn & Arango, LLP
1401 Brickell Avenue, Suite 825
Miami, Florida 33131.

ARTICLE VIII - NON-PROFIT

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the IRC, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX - DISSOLUTION

Upon dissolution of the Corporation, assets of the Corporation 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 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 a Court of Competent Jurisdiction 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.

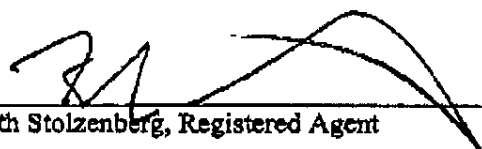
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ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation of POCKETS & SOCKETS FOUNDATION, INC. are effective upon filing with the Florida Secretary of State,


Keith Stolzenberg, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Keith Stolzenberg, Registered Agent

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