

P98000100635

November 24, 1998

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

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-11/30/98--01130--017
*****78.75 *****78.75

RE: Corporate filing for Helping Hands of America Foundation of Florida, Inc.

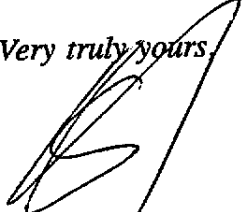
Gentlemen:

Enclosed please find two copies of Articles of Incorporation of Helping Hands of America Foundation of Florida, Inc. along with my check in the amount of \$78.75 to pay for the filing fee with certified copy.

Please file this corporation as soon as possible.

Should you have any questions, please contact us.

Very truly yours,


MURRAY/FREEMAN
MF/es

DENNIS LAW FIRM
1455 N.W. 14th STREET
MIAMI FL 33125

FILED
98 NOV 30 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
12/3/98

ARTICLES OF INCORPORATION
OF
HELPING HANDS OF AMERICA FOUNDATION OF FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is Helping Hands of America Foundation of Florida, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted by law under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having the par value of One Dollar (\$1.00).

ARTICLE V - ADDRESS

The principal office of this corporation is:

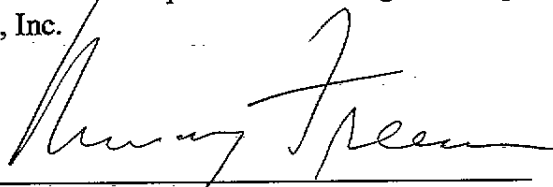
1455 NW 14th Street
Miami, Florida 33125

The name and address of the initial registered agent is:

Murray Freeman
1455 NW 14th Street
Miami, Florida 33125

CERTIFICATION & ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

I am familiar with, and hereby accept the duties and responsibilities as registered agent for Helping Hands of America Foundation of Florida, Inc.



Murray Freeman

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TALLAHASSEE, FLORIDA

ARTICLE VI - DIRECTORS

The corporation shall have three (3) directors initially, whose names and addresses are as follows:

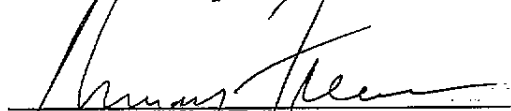
<u>Name</u>	<u>Address</u>
Murray Freeman	1455 NW 14th Street, Miami, FL 33125
Anthony Capodilupo	6706-E Boca Pines Trail, Boca Raton, FL 33433
Marsha Freeman	1455 NW 14th Street, Miami, FL 33125

ARTICLE VII - SUBSCRIBER

The names and addresses of the incorporators of this corporation are as follows:

<u>Name</u>	<u>Shares</u>	<u>Address</u>
Murray Freeman	1	1455 NW 14th St, Miami, FL 33125
Anthony Capodilupo	1	6706-E Boca Pines Tr, Boca Raton FL 33433

IN WITNESS WHEREOF, the undersigned subscribers have executed the foregoing Articles of Incorporation on this 23rd day of November, 1998.

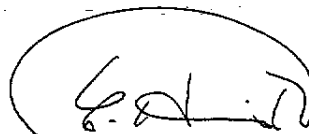

MURRAY FREEMAN



ANTHONY CAPODILUPO

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me personally appeared Murray Freeman and Anthony Capodilupo known by me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid on this 23rd day of November, 1998.



 E. Dennis Bred
Commission # CC 759726
Expires August 27, 2002
BONDED BY
FIDELITY BONDING CO., INC.