AZ CORPORATION COMMISSION
FILED

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FILE NO-1878789-3

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AZ Corp. Commission

04413811

ARTICLES OF INCORPORATION

NONPROFIT CORPORATION

1. Name: The name of the Corporation is: Angel Heart Princess Project

2. Purpose: The purpose for which the corporation is organized is: limited to charitable purposes as described within Section 501(c)(3) of the Internal Revenue Code.

3. Character of Affairs: The character of affairs of the corporation will be: to provide supplies to children in need.

4. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 2. 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 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 United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United

States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

6. Board of Directors: The initial board of directors shall consist of six (6) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of the Board of Directors or until their successors are elected are:

   a. Martha Croissant – 9255 E Corte Arroyo Norte, Tucson AZ 85710
   b. Maria Cuesta Patterson – 1801 S Burning Tree Ave, Tucson AZ 85710
   c. Debra Haddock – 1302 N Beverly, Tucson AZ 85712
   d. Ardas Wachter-Grene – 4690 N Avenida De Suzana, Tucson AZ 85749
   e. Filberto Serrera – 1410 S Oak Park, Tucson AZ 85710
   f. Karen Barrera – 1410 S Oak Park, Tucson AZ 85710

   The number of persons to serve on the board of directors hereafter shall be set by the Bylaws.

7. Known Place of Business: (In Arizona) The street address of the known place of business of the Corporation is:

   9255 E Corte Arroyo Norte, Tucson AZ 85710

8. Statutory Agent: (In Arizona) The name and address of the statutory agent of the Corporation is:

   Crystal Royce CPA – 2930 N Swan Rd Ste. 209, Tucson AZ 85712

9. Incorporators: The names and addresses of the incorporators are:

   Martha Croissant – 9255 E Corte Arroyo Norte, Tucson AZ 85710
   Maria Cuesta Patterson – 1801 S Burning Tree Ave, Tucson AZ 85710

   All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

10. Members: The Corporation will not have members.

By signing below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

Executed this 8 day of October, _____ by all of the incorporators

Signed: Martha Cecilsant — Martha Cecilsant

Maria Cuesta Patterson — Maria Cuesta Patterson

Phone: 530-904-1178 — 520-419-5364

Acceptance of Appointment by Statutory Agent:

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective

This 8th day of October, 2015

Signed: _____

Crystal Royce

STATUTORY AGENT ACCEPTANCE

Please read Instructions BEFORE

1. **ENTITY NAME** – give the exact name in Arizona of the corporation or LLC that has appointed the Statutory Agent:

   Angel Heart Pajama Project

2. **A.C.C. FILE NUMBER** (if entity is already incorporated or registered in AZ):
   Find the A.C.C. file number on the upper corner of filed documents OR on our website at

3. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be either an individual or an entity):

   Crystal Royce

   3.1 **Check one box:** ☒ The statutory agent is an individual (natural person).
   ☐ The statutory agent is an entity.

STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 3 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☑ I ACCEPT

Crystal Royce — Crystal Royce — 10/8/2013
Signature — Printed Name — Date

REQUIRED – check only one:

☒ **Individual as statutory agent:** I am signing on behalf of myself as the individual	☐ **Entity as statutory agent:** I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity.

Filing Fee: none (regular processing) **Expedited processing** – (available only if this form is submitted by itself and $35.00 is filing fee. All fees are nonrefundable – see Instructions.	**Mail:** Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 **Fax:** 602-542-4108

Please be advised that A.C.C. forms cannot be used for the solicitation purposes required by statute. You should seek private legal counsel for these matters that may impact on the individual assets of your business.
TO ACCESS THIS FORM ON ARIZONA Corporation Commission's web pages connect and turn upon for public inspection.
If you have questions when filling out this form, please call [redacted] to confirm Arizona only) 602-542-3026.

DO NOT WRITE ABOVE THIS LINE. RESERVED FOR ARIZONA USE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions (CD01)

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:

   Angel Heart Pajaron Project

2. **A.C.C. FILE NUMBER (if already incorporated or registered in AZ):** _____

   Find the A.C.C. file number on the upper corner of filed documents OR on our website at: https://ecorp.azcc.gov/EntitySearch/Index

3. **Check only one of the following to indicate the type of Certificate**

   - [x] Initial (accompanies formation or registration documents)
   - [ ] Annual (credit unions and loan companies only)
   - [ ] Supplemental to CDD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. FELONY/JUDGMENT QUESTIONS :

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

4.1	Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the signing of this certificate?	☐ Yes	☒ No
4.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	☐ Yes	☒ No
4.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	☐ Yes	☒ No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you MUST complete and attach a _____ form CD04.		

5. BANKRUPTCY QUESTIONS			
5.1	Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?	☐ Yes	☒ No
5.2	If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of form CD05.		

IMPORTANT: If within 60 days of the delivery of the Certificate to the A.C.C. any person not included in the Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Form CD64.
Foreign Corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the board of directors.
CASE Status and Last Completion:	This Certificate must be signed by any 2 officers or directors.

Martha Croissant
Name

2255 Canto Arroyo Norte
Address 1

Tucson | Az | 85718
City | State | Zip

UNITED STATES
Country

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing below) I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Martha Croissant
Signature

Martha Croissant 10/11/13
Printed Name | Date

Incorporator – check only one:
- ☒ Incorporator – I am an incorporator of the corporation submitting this Certificate.
- ☐ Officer – I am an officer of the corporation submitting this Certificate.
- ☐ Chairman of the Board of Directors – I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ Director – I am a Director of the credit union or loan company submitting this Certificate.

Maria Cuesta Patterson
Name

1801 S Running Tree Avenue
Address 1

Tucson | Az | 85710
City | State | Zip

UNITED STATES
Country

By typing or entering my name and checking the box marked "I accept" below, I intend to affix my electronic signature and (or through my physical signature appearing below) I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Maria Cuesta Patterson
Signature

Maria Cuesta Patterson 10/11/13
Printed Name | Date

Incorporator – check only one:
- ☒ Incorporator – I am an incorporator of the corporation submitting this Certificate.
- ☐ Officer – I am an officer of the corporation submitting this Certificate.
- ☐ Chairman of the Board of Directors – I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ Director – I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None
All fees are nonrefundable – see Instructions.

Mail: Arizona Corporation Commission – Corporate Filings Section
2200 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Registered agents and LLCs may submit this document electronically. Visit www.azcc.gov/divisions/corporations/electronic.htm for more information.
Incorporate Kit and all Arizona Corporation Commission forms are available online and can be printed for your convenience.
If you have questions after reading the instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

CD01
Rev. 10/09

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