

NO1000007788

Rd

Suite 600
Wilmington DE 19801
(302) 427-6970
(800) 400-6650
(302) 421-5753 [fax]
info@InclLegal.com [email]
www.InclLegal.com

FILED
OCT 30 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Dear Sir/Madam,

I have enclosed Articles of Incorporation for The Casimiro Foundation, Inc. and our check in the amount of \$70.00 to cover the filing fee. Please file and return the filed certificate back to my attention to the address listed above. Please feel free to contact me with any further questions. Thank you.

Sincerely,
Laura Bryda
Laura Bryda

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-10/30/00-01130-012
*****70.00 *****70.00





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 2, 2001

JUAN CASIMIRO
11263 NW 53RD LN
MIAMI, FL 33178

SUBJECT: THE CASIMIRO FOUNDATION, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT(P0000010232) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N01000007788 with the original file date of October 30, 2000.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
RoseAnn Varnadore
Corporate Specialist Supervisor
New Filings Section

Letter number: 301A00059865

ARTICLES OF INCORPORATION

of

The Casimiro Foundation, Inc.

In Compliance with Chapter 617, F.S., (Not-for-Profit)

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the not-for-profit corporation act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation, hereinafter referred to as the Corporation, is The Casimiro Foundation, Inc..

ARTICLE II - PRINCIPLE OFFICE

The principle office of the Corporation shall be located at 11263 NW 53rd Lane, Miami, FL 33178.

ARTICLE III - ORGANIZATION

Notwithstanding any other provision of this Article, the Corporation is organized exclusively for charitable, educational religious, or scientific purposes within meaning of Section 501 (c) (3) of the Internal Revenue Code or any corresponding sections of any future Federal tax code.

Provisions for the regulation of the internal affairs of the Corporation shall be fully set forth in the ByLaws of the Corporation. This Corporation is not organized for, not shall it be operated for pecuniary gain or profit, and does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized solely for charitable, education, religious or scientific purposes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to members, trustees, directors, or other private persons, except that the Corporation shall be authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes. 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 publication of or distribution of statements) any political campaigns on behalf 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 income tax under section 501 (c) (3) of the Internal Revenue Code or 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 corresponding section of any future Federal Tax Code.

Upon dissolution of this Corporation, assets shall be distributed for one or more purposes within Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational religious, or scientific, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal government or to a state or local government for a public purpose.

ARTICLE IV - DURATION

The duration of the Corporation is perpetual.

ARTICLE V - PURPOSE

The Casimiro Foundation is organized as a not-for-profit corporation for these educational and charitable purposes:

1. To enhance the status of low-income youth in the Dominican Republic who are interested in studying business and/or entrepreneurship by providing information, financial and educational support services for college/university entrance in the Dominican Republic.
2. To broaden professional and academic knowledge, and foster the highest standards of education and professional conduct and ethics.
3. To advance educational activities in the business professions particularly as it affects young people who are in need of financial assistance as they pursue entrance to undergraduate and graduate studies.
4. To cooperate with other organizations for mutual advancement and to insure the inclusion of young people who are interested in studying business and related disciplines at colleges and universities.
5. To raise and receive money through donations, subscriptions, fundraising activities, special programs, and special events in order to advance The Casimiro Foundation's educational purposes.

ARTICLE VI - MANNER OF ELECTION

Number and Terms. The Board of Directors shall consist of at least five (5) Directors but no more than fifteen (15) Directors at any time. There will be four (4) Officers, appointed by the entire Board of Directors, with the remaining Directors considered Directors-at-Large. A Director may serve for two (2) consecutive, two (2) year terms in addition to an expired term that a Director has been selected to fill.

Vacancies. At the discretion of the Board, vacancies existing by reason of resignation, death, incapacity or removal before the expiration of a Board member's term of office shall be filled by a majority vote of the remaining Directors. The new Director shall fill the unexpired term of his/her predecessor. At the discretion of the Board, new members may be elected for two-year terms at the annual meeting of members so long the Board does not surpass 15 members.

Elections and Board Composition. Directors will be elected by the board members. The Nominating Committee of the Board will seek to promote diversity among its Board members.

A Nominating Committee selected by the Board shall convene in March prior to the annual election to develop its nominating plan for filling any vacant board positions. Nominations may be made to the Committee by candidates or by others on a candidate's behalf.

Compensation. Board members shall not be compensated for serving on the Board, but may be reimbursed for actual expenses incurred on behalf of the Corporation. Board members who also serve as employees of the Corporation shall be compensated for their services as employees. No more than one (1) paid staff member shall serve as a voting member of the Board. A paid staff member serving on the Board shall not serve as President, Vice President or Treasurer.

Resignation. Resignations are effective upon receipt of written notification addressed to the President and a copy submitted to the Secretary of the Board.

ARTICLE VII - INITIAL DIRECTORS

The initial Directors of the Corporation are as follows:

Juan Casimiro, President, 11263 NW 53rd Lane, Miami, FL 33178
 Glenda Casimiro, Vice President, 3505 94th Street, #5H, Jackson Heights, NY 11372
 Ivan Jimenez, Secretary, 550 Biltmore Way, 10th Floor, Coral Gables, FL 33134
 Myke Epps, Treasurer, 880 Boynton Avenue, Suite 11F, Bronx, NY 10473
 José Cabrera, 1902 Wisteria Street, Wellington, FL 33414
 Washington Collado, 1400 NW 44th Avenue, Coconut Creek, FL 33066
 Mallia Haridat, 2665 Grand Concourse, #3L, Bronx, NY 10465
 Javier Paulino, 4648 Broadway, #22, New York, NY 10040
 Bart Shull, 831 Myrtle Street, #5, Atlanta, GA 30308

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

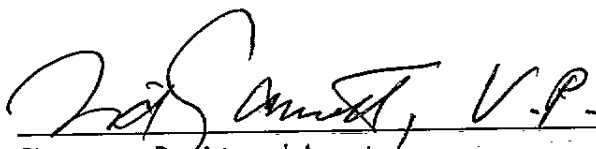
Name: Registered Agents Legal Services, Inc.
 Address: 1333 North Duval Street
 Tallahassee, FL 32303

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TALLAHASSEE, FLORIDA

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is:

Juan Casimiro
11263 NW 53rd Lane
Miami, FL 33178

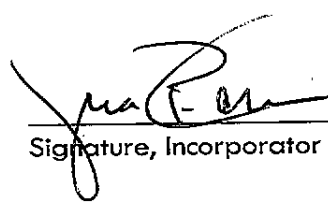


Signature, Registered Agent

Registered Agents
Legal Services, Inc.

10/27/00

Date



Signature, Incorporator

10/21/00

Date