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FLORIDA NON-PROFIT CORPORATION

CENTER FOR ACADEMIC STUDIES AND RESEARCH ON CUBA AND

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 13, 2003

EMPIRE

SUBJECT: MONTECRISTI INSTITUTE: CENTER FOR ACADEMIC STUDIES AND RESEARCH
ON CUBA AND LATIN AMERICA, INC.
REF: W03000007209

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

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Tim Burch
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

MONTECRISTI INSTITUTE: CENTER FOR ACADEMIC STUDIES AND RESEARCH
ON CUBA AND LATIN AMERICA, INC.
A NOT FOR PROFIT CORPORATION

ARTICLE I - NAME

The name of this corporation shall be MONTECRISTI INSTITUTE: CENTER FOR ACADEMIC STUDIES AND RESEARCH ON CUBA AND LATIN AMERICA, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be located at 9200 S. Dadeland Blvd, Suite 404, Miami, Florida 33156.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting, funding, promoting, publishing and disseminating research and studies regarding present and potential future commerce in the Western Hemisphere, including North America and Latin America, with a focus on post-Castro Cuba, as well as for the purpose of transacting any and all other lawful business.

ARTICLE IV - MANNER OF ELECTION

Initially, this corporation shall have ^{office 3} ~~one~~ (X) Director who shall serve until his successor(s) are appointed at the first meeting of the Board of Directors and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s) of the Initial Director(s)/Officer(s) is:

<u>Name</u>	<u>Address</u>	<u>Title</u>
1. <u>Hector Lans</u>	<u>9200 S. Dadeland Blvd, Suite 404</u> <u>Miami, Florida 33156</u>	<u>President</u>
2. <u>Dr. Antonio Visola</u>	<u>7251 SW 5th Street</u> <u>Miami, Florida 33317</u>	<u>Director</u>

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<u>Name</u>	<u>Address</u>	<u>Title</u>
3. <u>Daniel A. Weiss</u>	<u>550 Brickell Avenue, PH 2</u> <u>Miami, Florida 33156</u>	<u>Director</u>

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **550 Brickell Avenue, Penthouse Two, Miami Florida 33131**, and the name of the initial registered agent of this corporation at that address is **Daniel A. Weiss**.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
1. <u>Hector Lans</u>	<u>9200 S. Dadeland Blvd, Suite 404</u> <u>Miami, Florida 33156</u>

ARTICLE VIII - COMPENSATION/DISTRIBUTION

The corporation may pay compensation in a reasonable amount to its members, directors, or officers for services rendered, and may confer benefits upon its members in conformity with its purposes, and, upon dissolution or final liquidation, may make distributions to its members as permitted in accordance with section 617.0505, Florida Statutes. It is expressly permitted by these articles of incorporation to make distributions upon partial liquidation to its members. Any such payment, benefit, or distribution does not constitute a dividend or a distribution of income or profit to the Director.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Board of Directors is subject to this reservation. Articles may be amended at any time by a majority vote of the Board of Directors.

ARTICLE XI - 501(c)(3) COMPLIANCE

In the event any provision(s) of these Articles is(are) deemed by the United States Internal Revenue Service to be inconsistent with eligibility for status as a charitable entity pursuant to 26 U.S.C. section 501(c)(3), such provision(s) shall be of no further force or effect.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 7, 2003

By 
Printed Name Hector Lane
Incorporator

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with section 48.091, Florida Statutes, the following is submitted:

First, that **MONTECRISTI INSTITUTE: CENTER FOR ACADEMIC STUDIES AND RESEARCH ON CUBA AND LATIN AMERICA, INC.** desiring to organize or qualify under the laws of the State of Florida, has named **Daniel A. Weiss**, located at **550 Brickell Avenue, Penthouse Two, Miami Florida 33131**, as its agent to accept service of process within Florida.


Dated: March 7, 2003

By 
Printed Name Hector Lans
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 7, 2003

By 
Printed Name Daniel A. Weiss
Registered Agent

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