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FLORIDA NON-PROFIT CORPORATION

THE DOMINO NETWORK, INC.

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|-----------------------|---------|
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 17, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: THE DOMINO NETWORK, INC.
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ARTICLES OF INCORPORATION

FOR

THE DOMINO NETWORK, INC.

(A FLORIDA NOT- FOR- PROFIT CORPORATION)

I, the undersigned, of legal age, hereby associate for the purpose of becoming a not for profit corporation under the laws of Florida, by and under the provisions of the Statutes of the State of Florida, and Section 501 (c) (3) of the Internal Revenue Code, submit the following Articles of Incorporation.

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CORPORATIONS

ARTICLE I
NAME

The name of the corporation shall be THE DOMINO NETWORK, INC.

Its business shall be carried on at Miami-Dade County, and such other points or places in the State of Florida and in the United States and foregoing countries as may from time to time, by authorized by the Board of Directors.

ARTICLE II
ADDRESS

Its principal office shall be at:

6800 S.W. 40th Street, #249, Miami, Florida 33155

with the privilege of having branch offices at other places within and without the State of Florida.

Prepared by: Juan G. Diaz, Esq.
10 N.W. Le Jeune Road, Suite 610
Miami, FL 33126
Tel. (305) 649-0001
Fla. Bar No. 368946

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ARTICLE III
DURATION AND COMMENCEMENT

This corporation shall exist perpetually, commencing with the filing of these Articles of Incorporation with the Department of State, unless sooner dissolved according to the law.

ARTICLE IV
PURPOSE

1. The purpose for which The Domino Network, Inc. is organized are exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.
2. To make distributions to organizations that qualify as exempt organizations under Section (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.
3. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no members, trustee, officers of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. The corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.
4. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V
PROHIBITED ACTIVITIES

1. The corporation shall not engage in any activities prohibited by Section 617.0835 of the Florida Statutes.

2. The corporation shall not accept funds, including but not limited to, grants, donations, fund raisings, etc., from individuals, private institutions or government agencies that jeopardize or restrict the corporation's activities.

ARTICLE VI
NUMBER OF DIRECTORS

The number of directors of this corporation shall be not less than three and no more than nine.

ARTICLE VII
DIRECTORS AND METHOD OF ELECTION OF DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation, who shall hold offices for the first year or until their successors are chosen, shall be:

| NAME: | ADDRESS: |
|------------------------|--|
| MARIA TERESA ARGUELLES | 6800 S.W. 40 th Street, #249, Miami, Florida 33155 |
| BLANCA S. ARGUELLES | 6800 S.W. 40 th Street, #249, Miami, Florida 33155 |
| JUAN CARLOS ROBAINA | 6800 S.W. 40 th Street, #249, Miami, Florida 33155 |

The method of election of the directors is as stated in the corporation's bylaws. Each person who is or shall be a director or officer of the corporation shall be indemnified by the corporation against liability incurred as a result of such service.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of the corporation is:

JUAN G. DIAZ, ESQ.

and the street address of the initial registered office of the corporation is:

**10 N.W. Le Jeune Road
Suite 610
Miami, Florida 33126**

ARTICLE IX
INCORPORATOR

The name and street address of the incorporator is:

**MARIA TERESA ARGÜELLES
6800 S.W. 40th Street, #249
Miami, Florida 33155**

The incorporator of the corporation assigns her rights under Section 617.013, Florida Statutes, to constitute a corporation.

ARTICLE X
DISSOLUTION

Upon the dissolution of the corporation and the winding down of its affairs, the assets of the corporation remaining after payment of or provision for, claims against the corporation and expenses incidental to the dissolution shall be distributed exclusively to charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and the Treasury Regulations as they exist or as they may be amended. No part of the assets or net earnings of

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the corporation may be distributed or inure to the benefit of any individual.

**ARTICLE XI
AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of December 2002.



MARIA TERESA ARGÜELLES

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.



JUAN G. DIAZ, ESQ.

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