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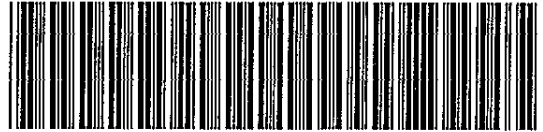
(Business Entity Name)

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TALLAHASSEE, FLORIDA

W03-1300

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**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** ECUDORIAN FOUNDATION OF ART, CULTURE & PANAMERICAN GROUP, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** ELBA BOZANO  
Name (Printed or typed)

1418 W. FLAGLER STREET  
Address

Miami, FL 33135  
City, State & Zip

(305) 631-0609  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

May 6, 2003

ELBA BOZANO  
1418 W. FLAGLER ST.  
MIAMI, FL 33135

SUBJECT: ECUADORIAN FOUNDATION OF ART AND CULTURE &  
PANAMERICAN GROUP, INC.  
Ref. Number: W03000013007

We have received your document for ECUADORIAN FOUNDATION OF ART AND CULTURE & PANAMERICAN GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum  
Document Specialist  
New Filings Section

Letter Number: 203A00027980

ARTICLES OF INCORPORATION  
OF THE  
ECUADORIAN FOUNDATION OF ART AND CULTURE & PANAMERICAN GROUP, INC.  
A NONPROFIT CORPORATION

WE, THE UNDERSIGNED, do hereby associate ourselves together for the purpose of creating a Corporation, not for profit under and pursuant to Chapter 617.013 of Florida Statutes entitled "Corporations Not for Profit", do hereby set forth:

ARTICLE I

NAME

The name of this Corporation is ECUADORIAN FOUNDATION OF ART AND CULTURE & PANAMERICAN GROUP, INC. in spanish, FUNDACION DE ARTE Y CULTURA ECUATORIANA, INC.

ARTICLE II

PURPOSE

The general purpose for which the Corporation is organized is to promote, improve and enhance the education and civic status of individuals, and decendants thereof, of Hispanic origin who reside in the State of Florida; and more specifically, without limiting the generality hereof, the purposes for which the Corporation is organized are to;

- a) Promoting the intellectual development of its members by offering educational and cultural activities. Interest individuals to work towards the unification of spanish speaking people who reside in the State of Florida;
- b) Promote the history, heritage and culture of the spanish speaking people of ECUADOR, S.A.;
- c) Promote, organize, sponsor or conduct the Art and Culture Social Functions, Lectures, Seminars, Expositions, Fairs, Folkloricos Groups or Educational Programs connected with, relating to or otherwise involved in the promotion of the history, heritage and culture of the spanish speaking people of ECUADOR, S.A.;

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d) to publish independently or in cooperation with other or legal entities, books, magazines, newspaper, leaflets, periodicals or other publications designed to promote and further the purposes of the Corporation;

e) to encourage responsible authors and other individuals to present their works, views and opinions through the publications of the Corporation;

f) to exercise, promote, and protect the privileges and interests of Spanish speaking people residing in the State of Florida;

g) to foster a healthy interest in the civic affairs of the community and develop good citizenship;

h) fostering a spirit of brotherhood and sociability among its members, and engaging generally in any causes, in order to promote the cultural, social, literary, spiritual, and emotional well-being of its members.

### ARTICLE III

#### MEMBERSHIP

Section 1: All persons who are in sympathy and in accord with the objectives of this Corporation may apply for membership.

Section 2: Application for membership shall be made in writing to the Board of Directors, and the applications shall be regarded as a guarantee on the part of the applicant of his interest and sympathy with the purpose of this organization, and of his adherence, if accepted, to its bylaws, rules and regulations. Election to membership shall require the affirmative vote of the Board of Directors as set out hereafter.

Section 3: There shall be three types of members initially: Founders, Active and Honorary. These types or classes of membership may be altered by the Board of Directors from time to time, in the bylaws adopted by the said Board of Directors.

### ARTICLE IV

#### TERM OF EXISTENCE

This Corporation is to exist perpetually

### ARTICLE V

#### INCORPORATORS

The name and mailing address of each of the incorporators are

<u>Name</u>	<u>Address</u>
Elba Bozano	905 SW 1st. Apt. #510 Miami, FL 33130
Yolanda Vallaza	8600 SW 133 Ave. Apt. #RD Miami, FL 33183
Emilia Cevallos	1530 Certosa Ave., Coral Gables, FL 33146
Tzeitel Sorrosa	1420 Brickell Bay Drive Apt. #304, Miami, FL 33131
Teresa Del Valle Soraire	660 West Park Drive, Apt. 205 Miami, FL 33172

ARTICLE VI  
OFFICERS

SECTION 1: The Officers of the Corporation shall consist of a President, Vice-President, a Secretary, a Treasurer, an Auditor as designated in section2, and who shall serve until the fourth Saturday of December 2004.

Hereinafter, the Officers shall be elected from the membership at large of the Corporation, at a general meeting to be held on the fourth Saturday in December of every year.

Only members in good standing of the Corporation, and who have the right to vote, can be nominated for office, and only those members with the right to vote shall in fact vote.

The Board of Directors shall be empowered to create new offices, from time to time, as provided in the by-laws, and to appoint the members that shall hold such new officers for the remainder of the term of those currently in office.

SECTION 2: The following officers are to manage the affairs of the Corporation until the first election under these Articles of Incorporation:

PRESIDENT: Elba Bozano  
 VICE-PRESIDENT: Yolanda Vallazza  
 SECRETARY: Teresa Del Valle Soraire  
 TREASURER: Bianca Escandell  
 AUDITOR: Victor Quezada

ARTICLE VII  
DIRECTORS

The Corporation shall have not more than nine (9) Directors, but the number of Directors may be increased or diminished from time to time, in the bylaws adopted by the Board of Directors, and shall never be less than 3.

ARTICLE VIII  
INITIAL DIRECTORS

NAME	ADDRESS
Elba Bozano	905 SW 1st. Apt. #510 Miami, FL 33130
Manuel A. Valdivieso	211 SW 51 Ave. Miami, FL 33134
Antonio de la Torre	11545 SW 117 Ave. Miami, FL 33186
Eddie Alvarez	8137 SW 24th St. Davie, FL 33324
Yolanda Vallaza	8600 SW 133 Ave. Apt.#Rd Miami, FL 33183
Emilia Cevallos	1530 Certosa Ave. Coral Gables, FL 33146
Laila Saade	520 Brickell Key Drive, Apt. 815, Miami, FL 33131
María Pinto	4 Key West Ct., Weston, FL 33326
Nancy Guido	1455 NE 146 St. Apt. RR Miami, FL 33161

ARTICLE IX  
BYLAWS

The Bylaws of the Corporation shall be made, altered or rescinded by the Board of Directors.

ARTICLE X  
AMENDMENTS

Amendments to the Articles of the Incorporation may be proposed and adopted at any annual meeting, or at any meeting of the Board of Directors. Amendments presented at any annual meeting will require a 2/3 vote of the Board of Directors.

ARTICLE XI  
DISTRIBUTION OR DISSOLUTION

Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the Directors, Officers and/or members of the Corporation, but all such property and proceeds, subject to the discharge of valid obligations of the Corporation, shall be used or distributed exclusively for purposes within the Intendment of Section 501 (c)(3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time.

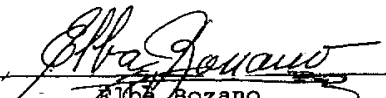
ARTICLE XII  
CORPORATE ADDRESS AND REGISTERED AGENT

905 SW 1st. Apt. #510  
Miami, FL 33130

The name and address of the Registered Agent of this Corporation authorized to receive and accept service of legal process, is:

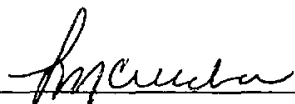
**Elba Bozano**  
905 SW 1st. Apt. #510  
Miami, FL 33130

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

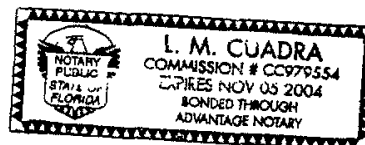
  
\_\_\_\_\_  
Elba Bozano

In WITNESS WHEREOF, the undersigned incorporators have hereto set their hands and seals this 28 day of February 2003.

Sworn and signed before me by Elba Bozano, on this day 1st of April 2003.

  
\_\_\_\_\_  
LIGIA M. CUADRA  
NOTARY PUBLIC

My commission expires on 11/05/04



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TALLAHASSEE, FLORIDA



Elba Bozano

Yolanda Vallaza

Tzeitel Sorrosa

Teresita del Valle Sorraire

*Elba Bozano*  
~~*Yolanda Vallaza*~~  
~~*Tzeitel Sorrosa*~~  
~~*Teresita del Valle Sorraire*~~

**BEFORE ME**, by Elba Bozano, Yolanda Vallaza, Tzeitel Sorrosa, and Teresita del Valle Sorraire, who first being duty sworn, stated to and before me that they are the persons who executed the foregoing **ARTICLES OF INCORPORATION**, and that they executed same freely and voluntarily, for the purposes therein stated.

Miami, Florida, in Dade County on this 24 day of March 2003.



*L. M. Cuadra*  
 \_\_\_\_\_  
 Ligia M. Cuadra  
 Notary Public

My commission expires on: 11/05/04