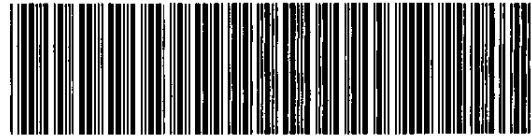


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: ROSA E. BARCELO FOUNDATION, 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

ADDITIONAL COPY REQUIRED

FROM: Rosa I. Irizarry - Barcelo
Name (Printed or typed)

925 Primrose Way
Address

Lake Wales, FL 33853
City, State & Zip

863-605-8944
Daytime Telephone number

ririzarrylaw@gmail.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
ROSA E. BARCELO FOUNDATION, INC.
In compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, a citizen of the United States and a natural person 18 years of age or older, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

ARTICLE I NAME.

The name of the Corporation shall be: Rosa E. Barceló Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE.

The place in this state where the principal office of the Corporation is to be located is: 925 Primrose Way, Lake Wales, Florida 33853.

ARTICLE III PURPOSE.

The Corporation is organized exclusively for charitable purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV EXEMPTION REQUIREMENTS.

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof.
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 or in opposition to any candidate for public office.

3. 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 Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE V DURATION.

The duration of the Corporation shall be perpetual.

ARTICLE VI INITIAL OFFICERS AND/OR DIRECTORS.

The Corporation shall have no members. The management of the affairs of the Corporation shall be vested in a Board of Directors, as defined in the Corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the Corporation.

The number of Directors constituting the first Board of Directors is six (6), their names and addresses being as follows:

Name and Title: Rosa I. Irizarry – Barceló, President.
Address: 925 Primrose Way, Lake Wales, FL 33853

Name and Title: Sylvia T. Ruiz, Vice – President.
Address: 1050 Highland Crest Cr., Lake Wales, FL 33853

Name and Title: Isaías Márquez, Treasurer.
Address: 7167 Summit Dr., Winter Haven, FL 33884

Name and Title: Joanne Carrasquillo – Román, Secretary.
Address: 813 Tower Point Circle, Lake Wales, FL 33859

Name and Title: Olga Stafford, Advisory Member.
Address: 3622 White Oak Ct., Lake Wales, FL 33898

Name and Title: Carmen Ruiz, Advisory Member.
Address: 1050 Highland Crest Cr., Lake Wales, FL 33853

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VII DISSOLUTION.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, dispose of all of the assets of the Corporation. Assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so

disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII PERSONAL LIABILITY.

No officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the officer or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE IX REGISTERED AGENT.

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

Name: Rosa I. Irizarry – Barceló.

Address: 925 Primrose Way, Lake Wales, FL 33853

ARTICLE X INCORPORATOR.

The name and address of the Incorporator is:

Name: Rosa I. Irizarry – Barceló.

Address: 925 Primrose Way, Lake Wales, FL 33853

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TALLAHASSEE, FLORIDA

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.

Rosa I. Irizarry Barceló
Signature of Registered Agent

08/18/2011
Date

The undersigned incorporator certify that she executed these articles for the purposes herein stated.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

Rosa I. Irizarry Barceló
Signature of Incorporator

08/18/2011
Date