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(Requestor's Name)

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(Business Entity Name)

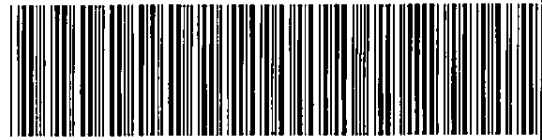
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Certified Copies _____ Certificates of Status _____

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S. CHATHAM

MAY - 5 2023

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April 24, 2023

Hello Summer:

Enclosed you will find the Certificate of Conversion and Articles of Incorporation for Cubanos Pa'lante Inc; as well as the \$105.00 money order for the filing fee. Please note that the three managing members of the LLC are now the three directors of the non-profit corporation and we are listed in the Articles of Incorporation.

Thank you so much for your help and please let me know if you have any questions. I can be reached at cynthia@cubanospalante.com or 561-721-5699.



Cynthia Perez
Board Director



Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation
Non-Profit

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida ~~Profit~~ Corporation in accordance with s. 607.1115, Florida Statutes.
Non-Profit 607

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Cubanos Pa'lante LLC
Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country).

on May 5, 2021
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

n/a

4. The name of the Florida ~~Profit~~ Corporation as set forth in the attached Articles of Incorporation:

Cubanos Pa'lante, Inc.
Enter Name of Florida ~~Profit~~ Corporation
Non-Profit

5. If not effective on the date of filing, enter the effective date: March 28, 2023.
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 18 day of April, 2023

Required Signature for Florida ^{Not Profit} Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an

Incorporator: Cy S Perez
Printed Name: Cynthia Perez Title: Board Director

Required Signatures: on behalf of Other Business Entity: [See below for required signature(s).]

Signature: Cy S Perez

Printed Name: Cynthia Perez Title: MGR

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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**ARTICLES OF INCORPORATION OF
Cubanos Pa'lante Corp.
a Florida Not-for-Profit corporation**

Notice is hereby given that the undersigned incorporator, being of full age, for the purpose of forming a corporation not-for-profit, without capital stock, under the provisions of Chapters 607 and 617, Florida Statutes, do hereby accept all rights, privileges, benefits and obligations conferred and imposed by said law, and do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is as follows: **CUBANOS PA'LANTE CORP.**

ARTICLE II - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The street address of the principal and registered office of the corporation is 331 NE 42 ST Oakland Park, FL 33334 and the name of the registered agent of this corporation is: Cynthia Perez. The Certificate of Designation of Registered Office/Registered Agent attached hereto is incorporated herein and made a part hereof.

ARTICLE III - DURATION

This corporation shall have a perpetual existence, unless dissolved according to law.

ARTICLE IV - PURPOSES

The purposes for which the corporation is organized are:

A. This corporation will be organized as a 501(c)(4) tax exempt Organization and shall operate exclusively for charitable, civic, fraternal, educational and scientific purposes; including for such purposes, the making of distributions on a non-sectarian, non-denominational basis to organizations that qualify as exempt organizations under Section 501(c)(3), 2055(a) and 170(c)(2) of the Internal Revenue Code of 1986, as amended (the "Code") (or any corresponding provisions of the succeeding law) or as a Non-Profit Corporation in good standing under the Florida law, and this corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of

Corporation in good standing under the Florida law, and this corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt educational, charitable, civic, fraternal and scientific purposes. In furtherance of such purposes, it may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities.

B. As a means and incidental to accomplishing the purposes for which this corporation is being organized, it shall have the following powers:

1. To accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated; and

2. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law; and

3. To borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wherever situated; and

4. To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and

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5. To serve as trustee of any property, real or personal, wheresoever situated either within or without the State of Florida and also as trustee of any trust, endowment or portfolio; and

6. In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes herein above set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

C. Notwithstanding anything herein to the contrary, this corporation may exercise any and all, but no other, powers as are in furtherance of the exempt purposes of organizations set forth in Code Sections 501(c)(4), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law) and the Treasury Regulations thereunder, as the same now exist, or as they may be hereafter amended from time to time.

D. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual in such a fashion as to constitute an application of funds not within the purpose of the exempt organizations described in Code Sections 501(c)(4), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law). However, reimbursement for expenditures of the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

E. No part of the activities of this corporation shall consist of carrying on propaganda, on behalf of any political campaign or of any candidate for public office.

F. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the corporation's property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, as provided by law

and by the Bylaws of the Corporation, exclusive to an organization or organizations which themselves are exempt as organizations described in Code Sections 501(c)(4), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law). Officers and Directors may be reasonably compensated for their services in winding up, liquidating and dissolving this corporation.

ARTICLE V - BOARD OF DIRECTORS

This corporation shall have up to seven (7) Directors. The number of Directors may be increased or decreased from time to time by the Bylaws, but shall never be less than three (3). The manner in which the Directors shall be elected shall be set forth in the Bylaws of this corporation. The names and addresses of the initial Directors of this corporation are:

ARTICLE VI - NON- STOCK BASIS

This corporation is organized under a non-stock basis.

Michael Rivero - Director and Chairman of the Board

4220 NW 107 Ave #2303

Doral, FL 33178

Cynthia Perez - Director

331 NE 42 ST

Oakland Park, FL 33334

Amore Rodriguez - Director

12995 SW 191 ST

Miami, FL 33177

ARTICLE VII - DISPOSITION OF ASSETS ON DISSOLUTION

In the event of dissolution, the residual assets of this corporation shall be turned over

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TALLAHASSEE, FL

to the charitable organizations as set forth herein or in the alternative, the interest therefrom to the charitable organizations if the principal should be invested in an endowment or any other such investment vehicle.

ARTICLE VIII - EXEMPT STATUS; PROHIBITED TRANSACTIONS

Reference in this Article to a Code Section shall also include any corresponding provisions of succeeding law and the Treasury Regulations thereunder.

A. This corporation shall not exercise in any manner, or for any purpose, any power of authority granted herein which may jeopardize the status of this corporation as an exempt organization under Code Section 501(c)(4).

B. This corporation, during the period it is a "private foundation" as defined in Code Section 509(a), shall not:

1. Engage in any act of "self-dealing" as defined in Code Section 4941(d) which would give rise to any liability for the tax imposed by Code Section 4941;
2. Retain any "excess business holdings" as defined in Code Section 4943(c) which would give rise to any liability for the tax imposed by Code Section 4943;
3. Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944; or
4. Make any "taxable expenditures" as defined in Code Section 4945(d) which would give rise to any liability for the tax imposed by Code Section 4945.

ARTICLE IX - BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not-for-Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, by a resolution of the

Board of Directors by following the procedure set forth therefore in the Bylaws.

ARTICLE X - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Cynthia Perez
331 NE 42 ST
Oakland Park, FL 33334

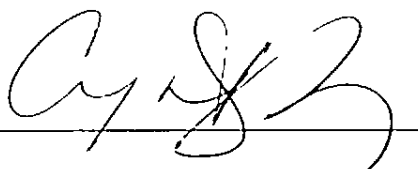
ARTICLE XI - AMENDMENT OF ARTICLES

Amendment of these Articles of Incorporation may be adopted by the Board and presented to the Board of Directors for their vote. Amendments may be adopted by the affirmative vote of a majority of the members of the Board of Directors of the Corporation and as further set out in the Bylaws of the Corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer, trustee or employee of the Corporation, or any former officer or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28 day of March, 2023.




Incorporator

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STATE OF FLORIDA

COUNTY OF Broward

The foregoing instrument was acknowledged before me this 28th day of 2023, by
Cynthia Perez.



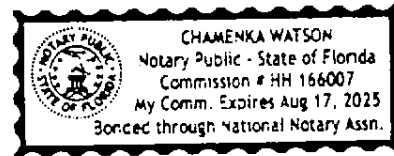
Signature of Notary Public

Print, Type/Stamp Name of Notary

Personally known: _____

OR Produced Identification: ✓

Type of Identification Produced: Driver License



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE MADE.**

Pursuant to the provisions of Florida Statute 617.0501, the undersigned corporation,
organized under the laws of the State of Florida, submits the following statement in
designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **Cubanos Pa'lante, Inc.**
2. The name and address of the registered agent and office is: Cynthia Perez 331 NE
42 ST Oakland Park, FL 33334.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept Service of Process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity. I agree to comply with the performance of said duties, and I am familiar with and accept the obligation of such position as registered agent.

A handwritten signature in black ink, appearing to be "C. J. Smith", is written over a horizontal line.

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SECRETARY OF STATE
TAMM HALL
MONTGOMERY, ALA.