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Garcia, Martinez & Dominguez, P.A.

501 Northeast First Avenue,

Second Floor

Miami, Florida 33132

Humberto R. Dominguez

Richard J. Martinez

• Carlos Garcia

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July 8, 1996

500001892715  
-07/12/96--01093--005  
\*\*\*\*122.50 \*\*\*\*122.50

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

1882-6055-1 Afternoon

Re: Articles of Incorporation  
United Youth Foundation, Inc.

Dear Sir or Madam:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation of United Youth Foundation; and
2. This firm's check made payable to the Department of State in the amount of \$122.50.

Please file Articles of Incorporation and return a copy to the offices of the undersigned at your earliest convenience.

Very truly yours,

CARLOS GARCIA

CG/lm

Enclosure

Yami  
 ACT. EXAM. \_\_\_\_\_  
 CORRECT Syllix  
 DATE 7/16/96  
 DOC. EXAM BSB

W96-14726

JUL 15 1996

96 JUL 12 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 15, 1996

GARCIA, MARTINEZ & DOMINQUEZ, P.A.  
501 NORTHEAST FIRST AVENUE  
SECOND FLOOR  
MIAMI, FL 33132

SUBJECT: UNITED YOUTH FOUNDATION, Inc.  
Ref. Number: W96000014726

We have received your document for UNITED YOUTH FOUNDATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return 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 (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 096A00034167

ARTICLES OF INCORPORATION

OF

UNITED YOUTH FOUNDATION, INC.

FILED

96 JUL 12 AM 11:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator for the purpose of forming a Not For Profit Corporation, pursuant to Florida Statutes Chapter 617, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is: United Youth Foundation, Inc.

ARTICLE II- PRINCIPAL CORPORATE ADDRESS

The principal corporate address of this Corporation is:  
236 S.W. 22 Avenue, Miami, Florida 33135.

ARTICLE III  
NATURE OF BUSINESS

The general purposes for which this Corporation is organized are as follows:

A. To conduct educational programs by providing the public community with information involving health care issues, including but not limited to the prevention of communicable diseases (including A.I.V.), increase awareness and availability of treatment programs and updated medical technology and advances. The forum used to discuss and debate these issues will occur via radio and consists of operating a noncommercial educational broadcast station.

B. To receive and administer funds and to operate exclusively for educational, scientific, literary, charitable or religious purposes within the meaning of Section 501(c)(3) of the

Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (hereafter "Code").

C. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

D. To do such things and to perform such acts to accomplish its purposes as the Board of Trustees may determine to be appropriate and are not forbidden by Section 501(c)(3) of the Code, with all the power conferred on Not For Profit Corporations in the State of Florida.

ARTICLE IV  
SHARES

The Corporation shall not issue shares of stock.

ARTICLE V  
TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be: 501 Northeast 1st Avenue, Second Floor, Miami, Florida 33132.

The name of the initial registered agent of this Corporation at that address shall be: Garcia, Marcinez & Dominguez, P.A./ Carlos Garcia, Esq.

ARTICLE VII

BOARD OF TRUSTEES

The powers of the Corporation shall be executed by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Trustees, which shall have eleven trustees (11) initially. The number of trustees may be increased or decreased by the trustees from time to time as provided in the By-Laws of the Corporation.

ARTICLE VIII  
TRUSTEES  
NAMES AND STREET ADDRESSES

The names and street addresses of the members of the First Board of Trustees who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Rodolfo Morejon	6411 S.W. 2nd Street Miami, Florida 33144
Juan Novc	236 S.W. 22 Avenue Miami, Florida 33155
Jorge L. Morejon	7331 S.W. 12 Street Miami, Florida 33144
Josefina Felailfel de Novo	1358 N.W. 1 Street Miami, Florida 33125
Emelina Benitez	6411 S.W. 2 Street Miami, Florida 33144
Hector Rodriguez	1898 Coral Way Miami, Florida 33145
Miriam Sesma	236 S.W. 22 Avenue Miami, Florida 33155
Ramon Alonzo	540 S.W. 42 Avenue Miami, Florida 33165
Miguel Benitez	4713 N.W. 7 Street #109 Miami, Florida 33126
Antonio Obregon	345 S.W. 76 Avenue Miami, Florida 33144
Lazaro Vega	10275 Collins Avenue Bal Harbour, Florida 33154

ARTICLE IX  
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Rodolfo Morejon	6411 S.W. 2 Street Miami, Florida 33144

ARTICLE X  
SPECIAL PROVISIONS

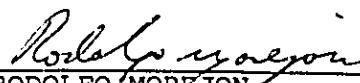
The Corporation shall have all corporate powers permitted under the laws of the United States and of the State of Florida. The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its trustees, directors, and officers are adopted as part of these Articles of Incorporation:

1. The Corporation shall indemnify any and all of its present and past trustees and officers against expenses actually and necessarily incurred by them in connection with defense of any action, suit or proceeding in which they or any of them has been made parties or a party by reason of having been or being trustees, except in relation to matters as to which any such present or past trustee or officer or person shall be adjudged in such action, suit or proceeding, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, vote of trustees, or otherwise.

2. By affirmative vote of a majority of the trustees then in office and irrespective of any personal interest of any of

its members, the Board of Trustees shall have authority to establish reasonable compensation of all trustees for services to the corporation as trustees, officers, and otherwise.

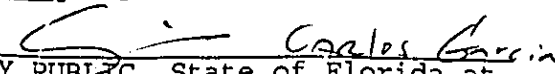
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4<sup>th</sup> day of June 1996.

  
\_\_\_\_\_  
RODOLFO MOREJON

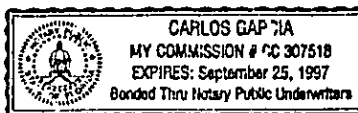
STATE OF FLORIDA     )  
                                  )     §§  
COUNTY OF DADE     )

BEFORE ME personally appeared RODOLFO MOREJON to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 4<sup>th</sup> day of June, 1996.

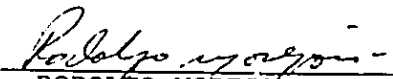
  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at  
Large

My Commission Expires:




DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 617, Florida Statutes, United Youth Foundation,<sup>Inc</sup> having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 501 Northeast 1st Avenue, Second Floor. Miami, Florida 33132 has named Garcia, Martinez & Dominguez, P.A., Carlos Garcia, Esq., located thereat as its registered agent to accept service of process within this State.

By:   
RODOLFO MOREJON

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By:   
CARLOS GARCIA, ESQ.  
GARCIA, MARTINEZ & DOMINGUEZ, P.A.

**FILED**  
96 JUL 12 AM 11:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA