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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

american peruvian action committee, inc.

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ARTICLES OF INCORPORATION OF AMERICAN PERUVIAN ACTION COMMITTEE, INC.

A NON PROFIT CORPORATION

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set for:

ARTICLE I NAME

The name of this corporation is American Peruvian Action Committee, Inc.

ARTICLE II LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located at 6080 SW 16th Terr., Miami, Dade County, Florida 33165. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit

ARTICLE III DURATION

This corporation shall have perpetual existence commencing on the date of the filing of this Article with the Department of State.

PREPARED BY.
C&S INTERNATIONAL, INC.
9745 SW 56th St., MIAMI, FL 33165
PH (305) 412-0829 FAX 412-0864
E-Mail. CSTAX@aol.com

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ARTICLES IV PURPOSES

The purpose for which this corporation is organized is all non-profit purposes permitted under 26 U.S.C. Section 501 (c) (3).

This corporation shall issue no stock.

No part of the net earnings of this corporation shall inure to the benefit or be distributable to its members, directors, officers or other private person except that this 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 this article.

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

No withstanding any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Service Code of 1954 or the corresponding provision of any future United States Internal Revenue Service Law.

ARTICLE V POWERS

The corporation shall have the following powers:

- 1.- The corporation shall have all the powers and privileges granted to corporations not for profit under the law pursuant to which this corporation is chartered.
- 2.- The corporation shall have all the powers reasonably necessary to implement and effectuate the purposes of the corporation, including but not limited to the following:

The purpose of this corporation shall be to have cultural and social events, so members of the Peruvian community can meet in order to keep traditions, customs and interchange ideas.

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ARTICLE VI MEMBERS

The qualifications for and manner of admission of members shall be regulated by the bylaws.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have Seven (7) Directors initially. The General Assembly will elect Directors from time to time. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the General Assembly. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Cesar E. Blass President	6080 SW 16 Terr. Miami, Fl. 33155
Charles W. Komt Vice-President	3513 SW 65 Ave. Miami, Fl. 33155
Judith R. Chavez Secretary	927 Hardee Road Coral Gables, Fl. 3346
Zulma Blass Treasurer	1050 Alfonso Ave. Coral Gables, Fl. 33146
Maximo Nahincopa Membership Secretary	6080 SW 16 Terrace Miami, Fl. 33155
Maximo Yon Organization Secretary	234 SW 19 Road Miami, Fl. 33129
Odilona O. Rivera Vocal	6490 SW 32 St. Miami, Fl. 33155

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ARTICLE VIII STOCK

This corporation is organized under a non-stock basis.

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a General Assembly Meeting by a majority of the members entitled to vote thereon. All the Directors and all the members must sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

ARTICLE X DISSOLUTION

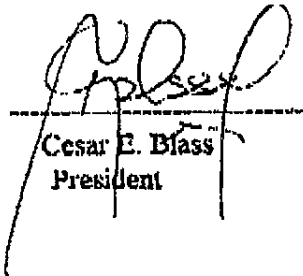
On the dissolution of this corporation, the Board of Directors with at least two thirds (2/3) of the Active Members of the corporation entitled to vote thereon, shall dispose of all of the assets of this corporation the manner of to the organizations that operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Service Code of 1954 or the corresponding provision of any future United States Internal Revenue Service Law, after paying or making provisions for the payment of all liabilities of this corporation.

A court of competence jurisdiction in the county where the principal office of this corporation is then located shall dispose of any assets not so disposed of.

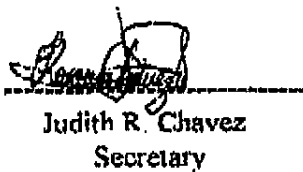
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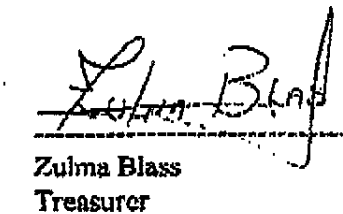
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IN WITNESS WHEREOF, the undersigned being the original subscribers for the purpose of forming a non profit corporation in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and hereunto set our hands and seals this 4th day of April, 1994.

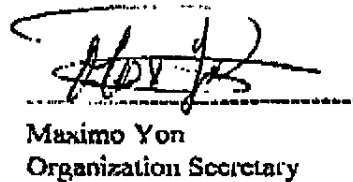

Cesar E. Blass
President

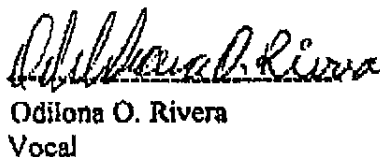

Charles W. Komt
Vice-President


Judith R. Chavez
Secretary


Zulma Blass
Treasurer


Maximo Nahuincopa
Membership Secretary


Maximo Yon
Organization Secretary


Odilona O. Rivera
Vocal

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

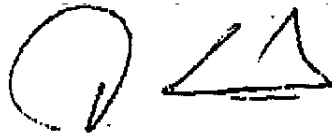
In pursuance to the provisions of sections 607.0501 or 617.0501, Florida Statutes.

1. - The undersigned non profit corporation, American Peruvian Action Committee, Inc., organized under the laws of the State of Florida, with its principal office located at, 6080 SW 16th Terr., City of Miami, County of Miami-Dade, State of Florida, 33155, as indicated in the Articles of Incorporation.

2. - Has named Carlos Macedo, located at 9745 SW 56th Street, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept the appoint to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Carlos Macedo

DATE 6/22/99

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