

# NO1000000643

## TRANSMITTAL LETTER

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

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-01/26/01--01163--016

\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** PROJECT ACCESS 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 of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** ANGEL NUNEZ, ESQ.  
Name (Printed or typed)

11996 GLENMORE DRIVE  
Address

CORAL SPRINGS, FLORIDA 33071  
City, State & Zip

(786)942-3167 CELL 954-345-3652  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JAN 26 PM 12:13

FILED

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

T. Burch JAN 29 2001

# **PROJECT ACCESS FOUNDATION, INC**

**(A Florida Not for Profit Corporation)**

## **ARTICLES OF INCORPORATION**

**FILED**  
**01 JAN 26 PM 12:13**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Project Access Foundation, Inc. Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of incorporation,

### **Article I**

#### **Name**

The name of the corporation shall be Project Access, Inc

### **Article II**

#### **Principal Place of Business and Mailing Address**

The principal place of business and mailing address of this corporation shall be 6140 SW 70<sup>th</sup> Street, 3<sup>rd</sup> Floor, Miami, Florida 33143.

### **Article III**

#### **Corporate Purposes**

The purposes for which this Corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To provide medical care and access to preventative medical attention for the residents of Miami-Dade County Florida, and throughout the United States, including members of the minority and Immigrant community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
2. To expand the opportunities available to said residents to own, manage, and operate business enterprises in economically depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining financial support from other sources.
3. To expand opportunities available to said residents and groups to obtain information and legal help with regards to their member's immigration status. Providing affordable legal support.

4. To aid, support, and assist by gifts, contributions, or otherwise, other not for profits corporations, community chests, funds and foundations organized and operated exclusively for charitable 501(c)(3), educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
5. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
6. All of the foregoing purposes shall be exercised exclusively charitable and educational or scientific purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **Article IV Appointment of Directors**

The appointment and manner by which directors are appointed is stated in the corporation's by-laws.

#### **Article V Registered Agent and Street Address**

The name and Florida Address of the Initial registered agent is Dr. Jack Jacobo Michel, 7845 Atlantic Way, Miami Beach, Florida 33141-0000

#### **Article VI Incorporators**

The name and address of the incorporators for these articles of incorporation are:

President      Dr. Jack J. Michel      7845 Atlantic Way, Miami Beach, Florida 33141-0000

Vice President   Carlos Londono      13666 SW 117 Lane, Miami, Florida 33196

Secretary      Angel Nunez, Esq      11996 Glenmore Dr, Coral Springs, Florida 33071

**Article VII**  
**501(c)(3) Limitations**

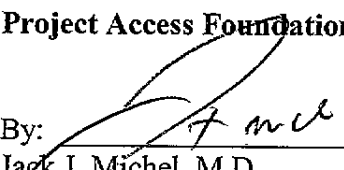
1.    Corporate Purposes: Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2.    Exclusivity: The Corporation is organized primarily/exclusively for the provision of medical access to persons of limited income who meet Local, State and Federal Income requirements and restrictions. In addition to providing other related charitable and educational services.
1.    No Private Enurement: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and health access purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and health access purposes no part of which shall inure to the benefit of any individual.
2.    Lobbying and Political Campaigns: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

**Article VII**  
**Dissolution of the Corporation**

The corporation is to exist perpetually but in case of dissolution of the corporation, assets the asset of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the

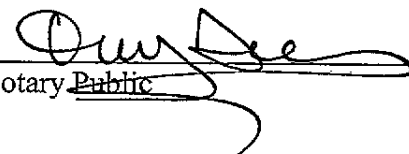
county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Project Access Foundation, Inc.**

By:   
Jack J. Michel, M.D.  
President

**STATE OF FLORIDA COUNTY OF MIAMI-DADE**

Subscribed and Sworn to before me this 20 day of October, 2000. The person signing this document is either known to me personally or produced a valid Florida Drivers license.  
WITNESS my hand and official seal

  
Notary Public



Antonio Ayubi  
My Commission CC620067  
Expires February 9, 2001