

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**N02000003080**

*Federacion de Camaras de Comercio de America Latina, Inc.*

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 -04/25/02--01020--023  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

- Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

RECEIVED  
 APR 25 AM 10:14  
 TALLAHASSEE FLORIDA

FILED  
 2002 APR 25 PM 3:22  
 TALLAHASSEE FLORIDA

Signature \_\_\_\_\_

Requested by: *wc*

Name \_\_\_\_\_

Date *4/25*

Time *10:30*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

*4/25/02*

EFFECTIVE DATE

4/22/02

**ARTICLES OF INCORPORATION**

**OF**

**FEDERACION DE CAMARAS DE COMERCIO DE AMERICA LATINA, INC.**

**FILED**

2002 APR 25 PM 3:22

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation not for profit under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of this Corporation is: FEDERACION DE CAMARAS DE COMERCIO DE AMERICA LATINA, INC.

**ARTICLE II: PRINCIPAL OFFICE**

The street address of the initial principal office is:

7500 Red Road, Suite B  
Miami, Florida 33143

The mailing address of this Corporation is:

7500 Red Road, Suite B  
Miami, Florida 33143

**ARTICLE III: PURPOSE**

The purpose of the Corporation is to act as a federation of Latin American Chambers of Commerce and to otherwise exercise powers which a corporation not for profit may legally exercise under the laws of the State of Florida.

**ARTICLE IV: ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as stated in the By-Laws.

**ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent of the Corporation is:  
Harold L. Lewis, Esq.  
One Biscayne Tower, Suite 2400  
Two South Biscayne Blvd.  
Miami, Florida 33131

**ARTICLE VI: INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:  
  
Harold L. Lewis, Esq.  
One Biscayne Tower, Suite 2400  
Two Biscayne South Biscayne Blvd.  
Miami, Florida 33131

**ARTICLE VII: OFFICERS**

The affairs of the Association shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The By-Laws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	Address:
Ana Castillo	6704 SW 114 Place, Unit F Miami, FL 33173
Vice President:	
Jose Pita-Romero	1646 NW 108 Avenue Miami, FL 33172
Secretary:	
Jesus Perez	14540 SW 284 Street Miami, FL 33033

**ARTICLE VIII: DIRECTORS**

The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined in the manner provided by the By-Laws, but which shall consist of not less than three (3) directors. Directors need not be members of the Association.

Directors of the Association shall be elected at the annual meeting of the members in the manner determined by and subject to the qualifications set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

Ana Castillo	6704 SW 114 Place, Unit F Miami, FL 33173
Jose Pita-Romero	1646 NW 108 Avenue Miami, FL 33172
Jesus Perez	14540 SW 284 Street Miami, FL 33033

**ARTICLE IX: GENERAL PROVISIONS**

The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under the By-Laws or otherwise, both as to action in his official capacity and is to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

These Articles of Incorporation shall be effective as of the 22<sup>ND</sup> day of April, 2002.

  
\_\_\_\_\_  
Harold L. Lewis, Esq., Incorporator

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

The Corporation mentioned below, 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: FEDERACION DE CAMARAS DE COMERCIO DE AMERICA LATINA, INC.

2. The name and address of the registered agent and office is:

Harold L. Lewis, Esq.  
One Biscayne Tower, Suite 2400  
Two South Biscayne Blvd.  
Miami, Florida 33131

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 APPOINTMENT AS REGISTERED AGENT AND AGREE 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.

  
\_\_\_\_\_  
Harold L. Lewis, Esq.

Dated: April 22<sup>ND</sup>, 2002

**FILED**  
2002 APR 25 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA