

734166

Law Office
Anthony Dieguez, P.A.

Telephone
(305) 556-4106

Suite 411
1840 West 49th Street
Hialeah, Florida 33012

August 15, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

000002274730--7
-08/22/97--01059--021
****175.00 ****175.00
43.75

Re: Asambleas Misioneras Elim, Inc.
Not for Profit Corporation

To whom it may concern:

Enclosed please find the original Articles of Dissolution and Minutes of Special Meeting of Asamblea Misionera Elim, Inc., and Articles of Incorporation for Asambleas Misioneras Elim, Inc. along with our check for \$175.00 representing \$35.00 filing fee for the Dissolution, \$8.75 for a certificate of status of the dissolution, \$122.50 for filing the Articles of Incorporation and \$8.75 for a certificate of status.

Yours cordially,
Anthony Dieguez
Anthony Dieguez, J.D.

AD/ad
Enclosures

FILED
97 AUG 22 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

175.00
43.75

VOID IS
KAR

ARTICLES OF DISSOLUTION BY DIRECTORS OF
ASAMBLEA MISIONERA ELIM, INC.

FILED
97 AUG 22 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes §617.1402 and §617.1403 and authorized by majority vote of the Board of Directors the following Articles of Dissolution are hereby authorized by the Corporation as follows:

Article I

The name of the corporation is ASAMBLEA MISIONERA ELIM, INC.

Article II

The members of the Corporation are not entitled to vote on dissolution. A resolution was passed and adopted by the Board of Directors with votes sufficient for approval.

Article III

The date the dissolution was authorized by resolution of its Board of Directors was the 11th day of June, 1997.

Article III

That the debts of the corporation which remain unpaid shall be paid by a successor corporation to be formed simultaneous to dissolution. The directors, are all authorized to transfer the remaining assets of the corporation to the successor corporation.

Said directors are further authorized to engage legal counsel and an accountant to assist in the dissolution and transfer of assets and liabilities professional and to pay such fees reasonable and necessary to implement the dissolution and transfer of assets.

Further, the Directors are authorized to close and open such bank accounts and to do all things necessary to carry out the dissolution.

Article IV

No assets, funds, property, receivable, donations or any other tangible or intangible things of value shall be sold or distributed or transferred to any individual or entity who or which is not a charitable institution or religious organization defined by IRS code 501(c)3.

Article V

That the corporation is dissolved effective upon the filing of the articles with the Secretary of State.

Dated this 11 day of July, 1997.

corporate seal

Dr. Miguel A. Garcia
Director/President

MINUTES OF SPECIAL MEETING

OF

ASAMBLEA MISIONERA ELIM, INC.

A special meeting of the Board of Directors and Officers of ASAMBLEA MISIONERA ELIM, INC. having been called on at 10:00 pm on June 12, 1997, at 11989 SW 56 Street, Miami, FL 33175 and

The following directors being present at the meeting:

Gloria Fleitas, Teodoro Rodriguez, Ernestina Garcia, Edwin Rivera, Miguel Garcia, Tesi Miglio and Conrado Molleda.

Said persons comprising a quorum and a majority of the Board of Directors and the following, having been duly moved and seconded the following action was approved:


THAT THE CORPORATION IS DULY AUTHORIZED TO BE DISSOLVED AND FILE ARTICLES OF DISSOLUTION FOR THE PURPOSE OF FILING AND QUALIFYING FOR TAX EXEMPTION PURSUANT TO I.R.S. CODE SECTION 501(c)3.

THAT THE ASSETS AND OBLIGATIONS OF THE CORPORATION TRANSFERRED TO A NEW CORPORATION TO BE FORMED AS A SUCCESSOR CORPORATION KNOWN AS ASAMBLEAS MISIONERAS ELIM, INC.

Be it resolved that the above motions were unanimously carried and it is hereby certified as the action of the Board of Directors and Officers of the above corporation.

No further business being had the meeting was adjourned.

CERTIFIED:



Teodoro Rodriguez,
Secretary