

# F11000002298

Florida Department of State  
Division of Corporations  
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**FOREIGN PROFIT/NONPROFIT CORPORATION  
FUNDACION LATINOAMERICANA DE CONSEJERIA Y  
TERAPIA FA**

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. FUNDACION LATINOAMERICANA DE CONSEJERIA Y TERAPIA FAMILIAR (COTEF), INC.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. VENEZUELA  
(State or country under the law of which it is incorporated)

3. \_\_\_\_\_  
(FEI number, if applicable)

4. JUNE 19, 2009  
(Date of incorporation)

5. ONE HUNDRED(100) YEARS  
(Duration: Year corp. will cease to exist or "perpetual")

6. JUNE 01, 2011  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1470 NW 107 AVENUE SUITE E MIAMI, FL 33172  
(Principal office address)

1470 NW 107 AVENUE SUITE E MIAMI, FL 33172  
(Certified mailing address)

8. \_\_\_\_\_  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

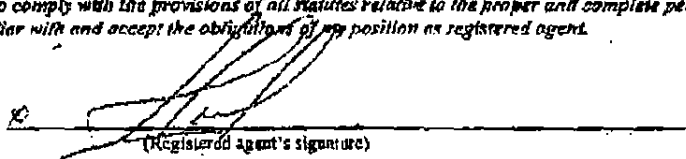
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: WILMER GUEDEZ MENDEZ

Office Address: 1470 NW 107 AVENUE SUITE E

MIAMI, Florida 33172  
(City) (Zip code)

10. Registered agent's acceptance:  
Having been named as registered agent and to accept service of process for the above stated corporation as the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: WILMER GUEDEZ MENDEZ

Address: 1470 NW 107 AVENUE SUITE E

MIAMI, FLORIDA 33172

Vice President: YOJAIKI MARIZETH RODRIGUEZ BRITO

Address: 1470 NW 107 AVENUE SUITE E

MIAMI, FLORIDA 33172

Secretary: EDGAR ELIGIO MOLERO VILLALOBO

Address: 1470 NW 107 AVENUE SUITE E, MIAMI, FLORIDA 33172

Treasurer: OLGA KARINA DAVILA VELASQUEZ

Address: 1470 NW 107 AVENUE SUITE E, MIAMI, FLORIDA 33172

NOTE: If necessary, you may check an addendum to the application listing additional officers and/or directors.

13.  \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.135, F.S.

14. WILMER GUEDEZ MENDEZ

(Typed or printed name and capacity of person signing application)

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**TMSC**

*Tax Management Services Corporation*

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**CERTIFIES**

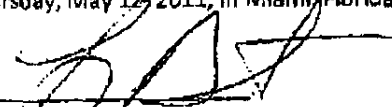
**MINISTRY OF FOREIGN AFFAIRS AND JUSTICE  
MAIN REGISTRY FOR THE STATE OF CARABOBO**

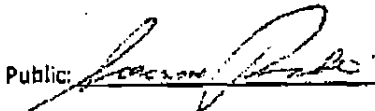
The Foundation shall be called FUNDACION LATINOAMERICANA DE CONSEJERIA Y TERAPIA FAMILIAR, and maybe distinguished with the acronym (COTEF). I, Dr. Ada Mireya Marquez de Rodriguez, counsel for the state of Carabobo, I affirm that in Valencia, the Nineteen (19) of June Two Thousand Nine (2009), year 199 and 150, being 10:30 am in the morning, the following document was presented to be register as order Form No. 378298, The same was drafted by Maria Santana, lawyer, registered with the Bar Association under No. 20.931. It was read and confronted with their photocopies and signed these and the original by its licensors, before me and instrumental witnesses.

We, Wilmer Guedez Mendez, Yojaixi Marizeth Rodriguez Brito, Olga Karina Davila Velazquez and Edgar Eligio Molero Villalobo, Venezuelans, who are of age, holders of identity cards numbers: V-11.845.589, V-12.853.448, V-12.037.673 and V-4.786.316, respectively, all of this home and civilly resourceful; through the present paper we declare: We have agreed constitute as in effect we are a foundation, which shall be governed by the terms of this document, which has been drafted to be broad enough to which in turn serve as constitutive Act and Statutes of the Foundation.....

FUNDACION LATINOAMERICANA DE CONSEJERIA Y TERAPIA FAMILIAR (COTEF) was registered under No. 37, Folio 1 to 6, Protocol First, Book 10, the copies of the C.I., signatures and fingerprints, are added to Binder of Proof special led to that effect, under No. 789, Folio(s) 789, at the same date. The Foundation Fiscal Information Number (RIF) is: J-20778591.0.

This document is a translation from the original official document presented to me in Spanish on Thursday, May 12, 2011, in Miami, Florida

  
Lissette Bates  
Translator

Notary Public:   
My Commission Expires:



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República Bolivariana de Venezuela  
Ministerio del Poder Popular para  
Relaciones Interiores y Justicia.  
Registro Principal del Estado Carabobo.

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TALLAHASSEE FLORIDA



Yo, *Dra. Ada Mirya Márquez de Rodríguez*, Registradora Principal del Estado

Carabobo hago constar que en Valencia, el Diecinueve (19) de Junio de Dos Mil Nueve (2009),

Años: 199º y 150º, siendo las 10:30 de la mañana fue presentado el anterior documento para su Registro según Planilla N° 378298, el mismo fue redactado por María Santana, Abogado, escrito en el INPREABOGADO bajo el N° 20.931. Fue leído y confrontado con sus fotocopias firmadas éstas y el original por sus otorgantes, ante mí y los testigos instrumentales Ana Karina Valdivieso y Luis Colón, titulares de las C.I. Nros. V-10.833.596 y V-13.029.096 respectivamente, hábiles en derecho, quienes conmigo dan fe de la exactitud de las fotocopias.

Los otorgantes se identificaron como sigue: **WILMER GUEDEZ**, venezolano, titular de la C.I. N° V-11.845.589; **YOJAKI RODRIGUEZ**, venezolano, titular de la C.I. N° V-12.853.448; **OLGA DAVILA**, venezolana, titular de la C.I. N° V-12.037.673; **EDGAR MOLERO**, venezolano, titular de la C.I. N° V-4.786.316. **Quedó Registrado bajo el N° 37, Folios del 1 al 6, Protocolo Primero, Tomo 10.** Las copias de las C.I., firmas y huellas dactilares, quedan entregadas al Cuaderno de Comprobantes especial llevado para tal efecto, bajo el N° 789, folio(s) 89, en esta misma fecha.

OTORGANTE(S):

TESTIGOS:

Handwritten signatures of the grantors and witnesses.



*Dra. Ada Mirya Márquez de Rodríguez*  
Registradora Principal  
del Estado Carabobo

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Dra. María Soledad de Calatayud  
ABOGADO

Nosotros, WILMER FRANK GUEDEZ MENDEZ, YOJAIXI MARIZETH, RODRIGUEZ BRITO, OLGA KARINA DAVILA DE VELÁSQUEZ y EDGAR ELIGIO MOLERO VILLALOBO, venezolanos, mayores de edad, titulares de las cédulas de identidad números V-11.845.589, V-12.853.448, V- 12.037.673 y V- 4.786.316, respectivamente, todos de este domicilio y civilmente hábiles; por medio del presente documento declaramos: Que hemos convenido constituir como en efecto constituimos una FUNDACIÓN, la cual se registrá por las Cláusulas de este documento, el cual ha sido redactado con suficiente amplitud para que a la vez sirva de Acta Constitutiva y de Estatutos de la FUNDACIÓN.\*\*\*\*\*

CAPÍTULO I

DENOMINACIÓN, OBJETO, DURACIÓN, DOMICILIO Y RÉGIMEN JURÍDICO

**PRIMERA:** La FUNDACIÓN se denominará FUNDACIÓN LATINOAMERICANA DE CONSEJERÍA Y TERAPIA FAMILIAR, y podrá distinguirse con las siglas (COTEF).

**SEGUNDA:** El objeto de la FUNDACIÓN es el fomento, desarrollo y consolidación del bienestar social y la salud de las familias del sector rural y urbano, promoviendo la participación de la familia venezolana, para el desarrollo de los valores familiares, el desarrollo de la capacidad para la vinculación con el resto de la sociedad, mediante soluciones endógenas, promover y crear programas de estudios en el área de consejería y terapia familiar, bien sea por ejecución propia y/o convenios con instituciones educativas tanto nacionales como internacionales; celebrar convenios con instituciones públicas y privadas que tengan el mismo objeto común para el logro primordial que es el rescate de valores y fortalecimiento de la institución de la familia en todas sus dimensiones, convenios que abarcarían hasta la organización de las Naciones Unidas u Organización de Estados Americanos; establecer puntos de consejería y terapia familiar en todo el territorio de la República Bolivariana de Venezuela así como en el exterior, incluyendo la asistencia de carácter gratuito a las comunidades, desde el punto de vista terapéutico y de rehabilitación para la recuperación del ser dentro de su seno familiar; fundar redes de voluntarios para apoyar y orientar a las comunidades en los programas comunitarios donde el interés principal sea la sustentación de los valores familiares; crear programas de

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