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TRANSMITTAL LETTER

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

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-12/23/99--01046--009
*****87.50 *****87.50

SUBJECT: Cuban Youth Project, 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

ADDITIONAL COPY REQUIRED

FROM: Hannah M. Elinson
Name (Printed or typed)

2555 Collins Ave. #1104
Address

Miami Beach, FL 33140
City, State & Zip

305-673-2496
Daytime Telephone number

FILED
99 DEC 23 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

o/g 1/3

ARTICLES OF INCORPORATION
FOR
CUBAN YOUTH PROJECT, INC.

The undersigned, acting as the incorporator of the Cuban Youth Project under Chapter 617 of the Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), submits the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation is: Cuban Youth Project, Inc.

ARTICLE II. ADDRESS

The address of the Corporation's principal office is 2555 Collins Ave. Apt. 1104 Miami Beach, Florida 33140.

ARTICLE III. DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. PURPOSE

The Corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue Law including but not limited to the following:

To educate Cuban and Cuban-American youth about each other's communities, culture, and common history. To empower youth through education to break barriers established by years of isolation, and become a part of Cuba's future transition. The organization will promote contact among the youth in Cuba and the young Cuban-American community by incorporating a new set of voices in Cuba and in the US-Cuba debate and encouraging youth to play a role in Cuba's economic, political, and social situation.

The purposes of the Corporation shall also include the performance of activities related or incidental to the furtherance of the Corporation's stated purposes and permitted under the laws of the United States and Florida.

The manner in which the Directors are elected or appointed will be determined in the By-Laws.

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TALLAHASSEE, FLORIDA

ARTICLE V. PROHIBITED ACTIVITIES

This Corporation shall not engage in any activities prohibited by Section 617.0835 of the Florida Statutes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the 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 the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

ARTICLE VI. DIRECTORS

The initial board of directors of the Corporation shall consist of three (3) members. The names and addresses of the members of the Corporation's initial board of directors are:

Name	Address
Hannah Monserrate Elinson	2555 Collins Ave. #1104 Miami Beach, Florida 33140
Antonio Lima	2350 NE 135 th Street #504 Miami, Florida 33181
Armando Gutierrez	328 West 11 th Street #2G New York, New York 10014

The method of election of directors shall be as stated in the Bylaws.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2555 Collins Ave. #1104 Miami Beach, Florida 33140, and the initial registered agent is Hannah Monserrate Elinson.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Hannah Monserrate Elinson, 2555 Collins Ave. #1104 Miami Beach, Florida 33140. The incorporator of the Corporation assigns to the Corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation.

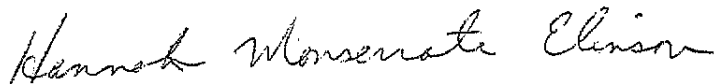
ARTICLE IX. DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed to one or more organizations that themselves are exempt from federal income taxation as organizations described within the meaning of Section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court for 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. No part of the assets or net earnings of the Corporation may be distributed or inure to the benefit of any individual.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of December, 1999.


Hannah Monserrate Elinson, *Incorporator*

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENTS UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That the Cuban Youth Project, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as 2555 Collins Ave. #1104 Miami Beach, Florida 33140 indicated in the Articles of Incorporation, at the City of Miami, State of Florida, has named Hannah Monserrate Elinson, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act and Chapter 617, Florida Statutes, relative to keeping open the registered office.

Hannah Monserrate Elinson

Hannah Monserrate Elinson, *Registered Agent*

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TALLAHASSEE, FLORIDA