

N000000000224

M & F BUSINESS SOLUTIONS, INC.

4495 S. W. 67th Terrace Suite 206, Davie, Florida 33314
TEL. (954) 327-1115 / (786) 489-3760 / FAX (954) 327-1145

January 4, 2000

Ms. Carolyn Batten
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
00 JAN 12 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Dear Ms. Batten :

We are writing on behalf of our clients **FUNDACION DOMINICANOS UNIDOS, INC.** in reference to your letter dated December 13, 1999. We thank you for your advice and clarification pertaining to the registration of the previously mentioned Entity.

As per your request that we provide the English translation of the entity's in this cover letter, kindly note that it is the following :

UNITED DOMINICANS FOUNDATION, INC

We also avail of the opportunity to confirm that we are filing for a Non Profit Corporation.

We thank you for your understanding and hope that this cover letter will meet your requirements to finalize the filing. We are returning enclosed the original and one copy of the Articles of Incorporation as you requested.

Very truly yours,

Alvaro R. Barrios
Alvaro R. Barrios,
President

Cell Phone
(786-489-3760)

Alvaro Barrios

GAVE

AUTHORIZATION BY PHONE TO

Remove - Art. 3 & 4 + correct spelling in Art. 2

DATE *1-12-00*

DOC. EXAM *CP*

CPB
1-12-00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 13, 1999

PEDRO ARREDONDO
454 N.W. 22ND AVE., STE. 208
MIAMI, FL 33125

SUBJECT: FUNDACION DOMINICANOS UNIDOS, INC.
Ref. Number: W99000028376

We have received your document for FUNDACION DOMINICANOS UNIDOS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please provide an English translation for the entity's name in your cover letter.

Are you filing as a Profit or Non Profit Corporation? For your convenience I am sending you both Chapter 607 and Chapter 617. Please select one or the other.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 699A00058478

ARTICLES OF INCORPORATION
OF
FUNDACION DOMINICANOS UNIDOS, INC.

The undersigned subscriber (s) to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. - NAME

The name of this Corporation is :

FUNDACION DOMINICANOS UNIDOS, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be :

- (a) To engage in the operation and management of a non-profit Foundation that will engage in soliciting donations or contributions of funds and any and all types of products and services, or have funds solicited on its behalf within the United States or any fundraising activities legally allowed by U.S. Law and Regulations that can also be extended on a world wide range and to engage in any and all other functions, services and/or ancillary, thereto, and to do all other things which may be desirable to achieve the purposes aforesaid and to operate this non-profit organization destined to provide assistance to all residents in USA who have migrated from the Dominican Republic and are in need of financial, educational, health and any other needs for which they do not have the proper resources to cover their needs. The Foundation intends to extend these benefits to residents from other nationality origins or minority ethnical groups.
- (b) The Foundation is established for any benevolent, educational, philanthropic, humane, scientific, artistic, patriotic, social welfare or advocacy, public health, environmental conservation, civic or other eleemosynary objective.
- (c) To engage in advertising or sales campaign conducted by a commercial co-venturer which represents that the purchase of goods or services offered by the commercial co-venturer are to benefit a charitable organization. To purchase the corporate assets of any other non-profit corporation that engages in the same or other character of business.
- (d) In general, to carry on any other business in connection with foregoing, and to have and exercise all the powers conferred by the Laws of Florida upon, non-profit corporations formed under its Laws, and to do any or all things herein before set forth to the same extent as natural persons might or could do.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III.

ARTICLE IV.

ARTICLE V. - TERM OF EXISTANCE

This Corporation is to exist perpetually.

ARTICLE VI. - ADDRESS

The initial address post office of this Corporation in the State of Florida is :

454 N. W.. 22nd Avenue Suite 208, MIAMI, FLORIDA 33125

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. - DIRECTORS

This Corporation shall have (4) Directors initially. The number of Directors may be increased from time to time on such manner as may be prescribed by the BY-LAWS, but shall never be less than three (3).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of the Corporation and any person who serves at the request of this Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore being as Director or Officer of the Corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by his as such Director or Officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or reimbursed for, any expense incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the rights of the Corporation to indemnify, reimburse such person in any proper case even though not specially herein provided for.

No contract or other transaction between this Corporation or any other Corporation and no act of this Corporation shall in any way be effected or invalidated by the fact that any of the Directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other Corporation, any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, provided that the fact that the he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken, and any director of the Corporation who is a Director or Officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such Director or Officer of such other Corporation or not so interested.

ARTICLE VIII. - INITIAL BOARD DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
PEDRO ARREDONDO BOARD DIRECTOR	454 N. W.. 22 nd Avenue Suite 208 MIAMI, FLORIDA 33125
ORQUIDEA ARREDONDO BOARD DIRECTOR	454 N. W.. 22 nd Avenue Suite 208 MIAMI, FLORIDA 33125
QUISQUEYA DAMIRON BOARD DIRECTOR	454 N. W.. 22 nd Avenue Suite 208 MIAMI, FLORIDA 33125
JOSE CARBAJAL BOARD DIRECTOR	454 N. W.. 22 nd Avenue Suite 208 MIAMI, FLORIDA 33125

ARTICLE X. - STAFF

<u>NAME</u>	<u>ADDRESS</u>
PEDRO ARREDONDO EXECUTIVE DIRECTOR	454 N. W.. 22 nd Avenue Suite 208 MIAMI, FLORIDA 33125

ARTICLE X. - REGISTERED AND OFFICE

The street address of the Corporation's initial registered office is :

454 N. W. 22nd Avenue, Suite 208, MIAMI, FLORIDA 33125

and the Corporation's initial registered agent is : PEDRO ARREDONDO

ARTICLE X. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote there on.

In witness whereof, the parties of these Articles of Incorporation have hereunto set their hands and seals this 6th day of December, 1999.

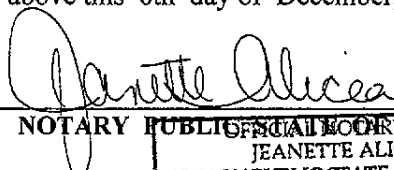


PEDRO ARREDONDO

STATE OF FLORIDA
SS:
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a notary public authorized in the State and County above to take acknowledgements, personally appeared to me Pedro Arredondo known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State named above this 6th day of December, 1999.


 NOTARY PUBLIC STATE OF FLORIDA
 JEANETTE ALICEA
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC545555
 MY COMMISSION EXP. APR. 4, 2000


CERTIFICATION OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT FUNDACION DOMINICANOS UNIDOS, INC.
 NAME OF CORPORATION

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEDRO ARREDONDO, LOCATED AT 454 N.W. 22nd Avenue Suite 208, Miami, FL. 33125, AS ITS AGENT TO SERVICE OR PROCESS WITHIN FLORIDA.

SIGNATURE


 CORPORATE OFFICER

TITLE

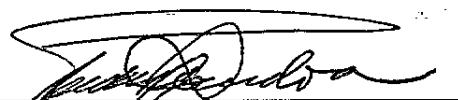
PRESIDENT

DATE

December 5th, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


 RESIDENT AGENT

DATE

December 6th, 1999