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March 1, 2000

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**SUBJECT: VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC**

Attached please find original and one (1) copy of the Articles of Incorporation and a Travelers Express Money Order in the amount of \$78.75 for:

Filing Fee, Designation of Registered Agent and Certified Copy

Please send me the Certified Copy of the Articles of Incorporation, using the attached DHL Waybill and envelope to the following address:

7955 N.W. 21<sup>st</sup> Street  
Miami, FL 33122

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-03/02/00--01091--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Thanks for your cooperation

  
Gilberto A. Altuve L.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Q.C.  
3-8-00

**ARTICLES OF INCORPORATION  
OF  
VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC.  
(a non-profit organization)**

The undersigned acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopt the following articles of incorporation:

**ARTICLE I  
Name**

The name of the corporation is VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC. Which translated to the Spanish language is: FUNDACION HERMANDAD VENEZOLANO-AMERICANA, INC.

**ARTICLE II  
Principal place of business an mailing address**

The principal place of business and mailing address of the Corporation is:

7933 N.W. 21<sup>st</sup> Street, Miami, Florida 33122

**ARTICLE III  
Purposes for which the Corporation is organized**

The purpose for which this corporation is organized is mainly related, but not limited, to all non-profit activities permitted under 26 U.S.C. §501 (c) (3) . This corporation shall implement programs intended to assist the Venezuelan community, as well as any other Latin American immigrant community in need of help and/or assistance; the Corporation will be involved in charitable and humanitarian programs to provide social, educational, medical and legal orientation to those communities residing in the United States of America, specifically in South Florida, by means of any legal activity to gather, procure or received any economic assistance or help from any public institution or private enterprise to send it to areas affected by natural or man created disasters; the Corporation will also be involved in the creation of information network for Venezuelan immigrants regarding assistance among other issues, for health, educational and immigration issues; create union between the Venezuelan , American(U.S.A.). and Latin American Communities residing in U.S.A. This help will be provided inside and outside the United States of America.

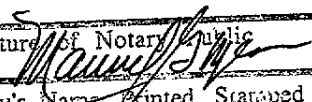
It is intended that the Corporation shall have the status of a non-profit Corporation that is exempt from Federal Income Taxation under Section (501) of the Code, as an organization described in Section 501 (c )(3) of the Code, and which is other than a private foundation by reason of being described in Section (509 (a) (3) of the Code. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from Federal Income Tax under Section 501 (c) (3) of the Code. Further, the Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition for any candidate for public office, in or outside of United Sates of America.

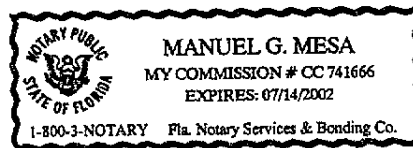
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SECRET OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators have executed this articles of  
Incorporation on this 28 day of February of the year 2000.

  
\_\_\_\_\_  
Gilberto A. Altuve L

Sworn to and subscribed before me this  
28 day of February, 2000  
by: GILBERTO A. ALTUVE

Signature of Notary Public  
  
\_\_\_\_\_  
Notary's Name, Printed, Stamped or Typed  
Personally Known: X or Produced ID: \_\_\_\_\_  
Type of ID produced: \_\_\_\_\_



## **ARTICLE VIII**

**The initial Board of Director and Officers of the Corporation is as follows:**

Pedro A. Gonzalez - President & Director  
7955 N.W. 21 Street.  
Miami, Fl 33122-1616

Antonio D. Esquivel - Vice-President & Director  
7933 N.W. 21 Street  
Miami, Fl 33122

Gilberto A. Altuve – Secretary & Director  
10855 N.W. 50 Street #204  
Miami, Fl 33178

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**ARTICLE IV**  
**Manner in which the Directors are elected ort appointed**

The Directors are elected or appointed as stated in the By Laws of VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC.

**ARTICLE V**  
**Limitation of Corporate powers**

The Corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes and only limited by the By Laws of VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC.

**ARTICLE VI**  
**Initial Registered Agent and street address**

The name and street address of the initial registered agent is as follows:

GILBERTO A. ALTUVE  
10855 N.W. 50<sup>th</sup> Street # 204  
Miami, FL 33178

**ARTICLE VII**  
**Incorporators**

The names and street addresses of the incorporators for these Articles of Incorporation are:

Pedro A. Gonzalez  
7955 N.W. 21<sup>st</sup> Street  
Miami, Fl 33122-1616

Antonio D. Esquivel  
7933 N.W. 21st Street  
Miami, Fl 33122

Gilberto A. Altuve  
10855 N.W. 50<sup>th</sup> Street  
Miami, FL 33178

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMIT THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the Corporation is:

VENEZUELAN-AMERICAN BROTHERHOOD FOUNDATION, INC.

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

GILBERTO A. ALTUVE  
10855 N.W. 50 Street # 204  
Miami, FL 33178

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00 MAR -2 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

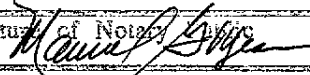
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.*

*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.*

  
(Signature)  
GILBERTO ALTUVE  
REGISTERED AGENT

Sworn to and subscribed before me this  
28<sup>th</sup> day of February, 2000  
by: GILBERTO ALTUVE

02/24/2000  
(Date)

Signature of Notary   
Notary's Name, Printed, Stamped or Typed  
Personally Known: X or Produced ID         
Type of ID produced       

