

TRANSMITTAL LETTER

Neooooo/849

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

100003170561--8
-03/15/00--01026--008
*****78.75 *****78.75

Re: **CUBAN ENVIRONMENT PROJECT**
(Proyecto Entorno Cubano)

Enclosed please find the original and one copy of the articles of incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees, certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

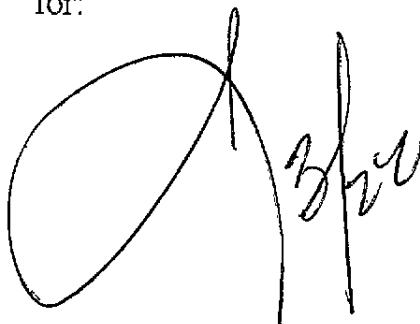


Miguel A. Garrote
Registered Agent

7643 S.W. 170th Street
Miami, FL 33157
Tel.: (305) 969-7281 / Fax: (305) 828-3783

FILED
00 MAR 15 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

for:



Cuban Environment Project, Inc.
7175 S.W. 8th. Street, Ste.217
Miami, Florida, 33144
Tel.: (305) 207-2561

**ARTICLES OF INCORPORATION
OF
CUBAN ENVIRONMENT PROJECT, Inc.**

The undersigned incorporators, for the purpose of forming a corporation under the State of Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:
Cuban Environment Project, Inc.

ARTICLE II

The translation into Spanish of the name of the corporation shall be:
Proyecto Entorno Cubano, Inc.

ARTICLE III

The principal place of business and the mailing address of this corporation shall be:
7175 S.W. 8th. Street, Miami Florida, 33144

ARTICLE IV

The specific purpose for which this corporation is organized is: **To promote the protection of the environment and the ecology of Cuba through education, analysis and information as well as citizen involvement.**

ARTICLE V

This corporation is comprised of two **Member Organizations: Agencia Ambiental Entorno Cubano (AAMEC) (Cuban Ambient Environmental Agency) and Accion: Cuba.** Each Member Organization will appoint three persons to the Board of Directors.

ARTICLE VI

The Incorporators signing these Articles of Incorporation, three for each Member Organization, constitute the initial Board of Directors. Thereafter, vacancies in the said Board of Directors shall be filled by persons of good character selected by the Member Organization to which the Director causing the vacancy belongs.

ARTICLE VII

The only members of this corporation shall be the directors.

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ARTICLE VIII

The name and street address of the initial Registered Agent is:

Miguel A. Garrote - 7643 S.W. 170th Street, Miami, FL 33157

ARTICLE IX

The names, addresses and Member Organization of the Incorporators signing these Articles of Incorporation are:

Jorge A. Acosta - 5445 Collins Ave., Miami Beach, FL 33140 - Accion:Cuba

Eudel E. Cepero - 2984 S.W. 123rd Avenue, Miami, FL 33175 - AAMEC

Amnerys Huerta - 2984 S.W. 123rd Avenue, Miami, FL 33175 - AAMEC

Tomas Rodriguez - 450 S.W. 65th Avenue, Miami, FL 33144 - Accion:Cuba

Pedro L. Solares - 1210 W. 64th Terrace, Hialeah, FL 33012 - Accion:Cuba

Carlos A. Sotuyo - 1655 W. 44th Place #345, Hialeah, FL 33012 - AAMEC

The undersigned Incorporators have executed these Articles of Incorporation this 24th day of February, 2000.

Jorge A. Acosta -

Eudel E. Cepero -

Amnerys Huerta -

Tomas Rodríguez -

Pedro L. Solares -

Carlos A Sotuyo -

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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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



2/24/2000