

TRANSMITTAL LETTER

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

00 MAY 19 PM 2:02

RECEIVED  
MAY 19 2000  
TALLAHASSEE, FLORIDA

SUBJECT: ORGANIZACION AUTENTICA, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

English Translation of Corporate Name: Authentic Organization, Inc.

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

600003259326--5  
-05/19/00--01079--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FROM: Michelle D. Uria  
Name (Printed or typed)

4037 Tulane Avenue, Suite 100  
Address

New Orleans, LA 70119  
City, State & Zip

504-482-4116  
Daytime Telephone number

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

Michelle D. Uria GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art F  
DATE 5/25/00  
DOC. EXAM Doris Brown

D. BROWN MAY 25 2000

ARTICLES OF INCORPORATION  
OF  
ORGANIZACION AUTENTICA, INC.

FILED  
00 MAY 19 PM 2:02  
RECEIVED  
CLERK OF DISTRICT COURT  
JULIA A. BROWN

A CORPORATION NOT FOR PROFIT

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under laws of the State of Florida and under the provisions of Chapter 617 of the Florida Statutes.

ARTICLE I

The name of the title by which said corporation is to be known in law is: ORGANIZACION AUTENTICA, INC. The location of the principal office of the corporation in the County of Dade and State of Florida. The post office address shall be the address of the temporary president, and thereafter of the president from time to time elected, which address presently is 3220 SW 22<sup>nd</sup> Terrace Rear, Miami, Florida.

ARTICLE II

PURPOSE AND POWERS

A. This corporation is organized and shall be operated exclusively for the purposes for which a corporation not for profit may be formed under the laws of the State of Florida and not for pecuniary profit or financial gain. It shall be operated to promote programs for the advancing of democracy in the countries of America, promoting and fostering their economic development. In furtherance of these purposes, the corporation intends to engage in the following types of activities:

1. To uphold the guarantee of the freedom of speech, press, assembly, religion and thought anywhere in the countries of the Americas.
2. To perpetuate, through a program of education and positive action, respect and devotion for freedom, liberty, human rights and a democratic form of government that will guarantee the popular vote and the free enterprise system.
3. Provides assistance for individuals, groups and organizations who cooperate and subscribe to the principles established herein.
4. Acquiring charitable contributions and assistance capital, including such money which may be necessary for Inter American economic development and to establish and maintain a

permitted by law.

B. The corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized and to aid or assist other organization whose activities are such as to further accomplish, foster or attain any of such purposes. Such activities shall include, but shall not be limited to, acceptance of gifts, grants, devises or bequests of funds, or nay other property from any public or other governmental body and any private person, including but not limited to, private and public foundations, corporations and individuals.

C. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual.

D. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitle to any distribution or division of the corporation's property or its proceeds, and the balance of all money and other property received by the corporation from any source shall, after the payment of all debts and obligations of the corporation in accordance with Chapter 617 of the Florida Statute, be distributed and paid over by the Board of Director for charitable and education.

### ARTICLE III

#### MEMBERSHIP

The corporation is not for profit, and it is not to have authority to issue capital stock. Membership in the corporation shall be upon such terms and conditions as set forth herein, and as may be provided in the corporation's By-Laws consistent with these Articles.

### ARTICLE IV

#### TERMS OF THE CORPORATION

This being a corporation not organized for profit and having as this purpose civic ends, its terms in unlimited and in perpetuity.

ING. JOSE A. ADAN

3220 S.W. 22<sup>nd</sup> Terrace Rear  
Miami, Florida

The initial address of the principal office of the corporation  
in the State of Florida is:

3220 S.W. 22<sup>nd</sup> Terrace Rear  
Miami, Florida 33145

and the initial resident agent is Ing. Jose Adan.

#### ARTICLE VI

##### EXECUTIVE COMMITTEE MANAGEMENT

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by an executive committee and by its officers pursuant to the authority given them by the Executive Committee. The Executive Committee shall consist of no less than three (3) directors. The maximum number to be determined by the Executive committee from time to time according to the best interest of the corporation. The officers of the corporation shall be a Chairman, a President, a Secretary, a Treasurer and such other officers as the Executive Committee may elect from time to time.

#### ARTICLE VII

##### EXECUTIVE COMMITTEE

##### NAMES OF TEMPORARY OFFICERS

The temporary officers, who are to serve until the first regular election of officers under these Articles and By-Laws of the Corporation are:

DR. MIGUEL URIA	-	Temporary Chairman
ING. JOSE A. ADAN	-	Temporary President
ING. JOSE A. ADAN	-	Temporary Secretary
DR. MIGUEL URIA	-	Temporary Treasurer

##### BY WHOM THE BY-LAWS OF THE ASSOCIATION ARE TO BE MADE, ALTERED OR RESCINDED.

The Temporary Officers shall propose the initial By-Laws, which shall be effective upon approval and adoption by the ordinary annual meeting of Regular members of the Corporation, my majority vote of these present at the first meeting of the members following the approval of these

members, a quorum being present. Prior to such meeting, a notice to the Regular members of the proposed change in the By-Laws shall be given.

#### ARTICLE IX

#### AMENDMENT OF THE ARTICLES OF INCORPORATION

Amendment to the Articles of Incorporation may be proposed by the officers and adopted at any regular or special meeting of Regular members. Prior to such meeting, a notice to the Regular members of the proposed change in the Article of Incorporation, subject however, to final approval by the Secretary of State and other appropriate officers of the State of Florida, as may be from time to time provided by law.

#### ARTICLE X

#### DISTRIBUTION ON DISSOLUTION

#### OR

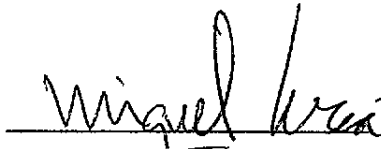
#### LIQUIDATION

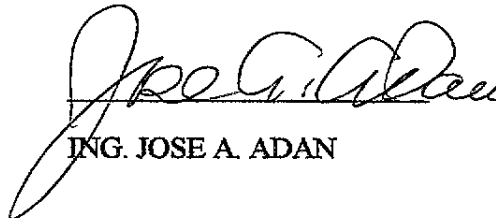
In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitle to any distribution or division of its remaining property or its proceeds, and the residual sheets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local Government for exclusive public purpose. Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Law or (b) a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Revenue Law.

#### ARTICLE XI

#### INDEMNIFICATION

IN WITNESS WHEREOF, the undersigned have subscribed to these Articles of Incorporation  
at Miami, Dade County, Florida, this \_\_\_\_ day of \_\_\_\_\_, 2000.

  
DR. MIGUEL URÍA

  
ING. JOSE A. ADAN

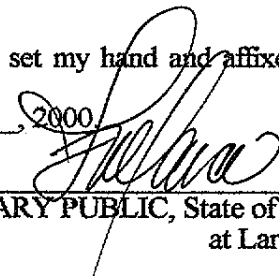
STATE OF FLORIDA }

COUNTY OF DADE }

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and Count set  
forth above, personally appeared DR. MIGUEL URÍA and ING. JOSE A. ADAN, know to me and  
known by me to be the persons who executed the forgoing Articles of Incorporation and they  
acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the  
State and County aforesaid, this 11 day of May, 2000.

NOTARY PUBLIC - STATE OF FLORIDA  
ZOE LARA  
COMMISSION # CC588686  
EXPIRES 12-9-2000  
BONDED THRU ASA 1-888-NOTARY-1

  
NOTARY PUBLIC, State of Florida  
at Large

December 9, 2000  
My Commission Expires

FILED  
00 MAY 19 PM 2:02  
RECEIVED  
CLERK OF COURT  
STATE OF FLORIDA

**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, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

ORGANIZACION AUTENTICA, INC.

(must include suffix)

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

Ing. Jose A. Adan

(NAME)

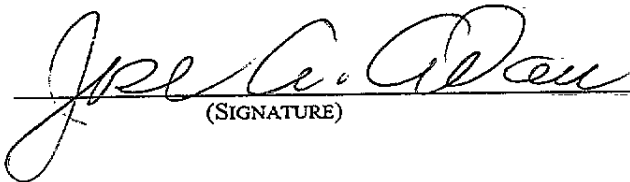
3220 S.W. 22nd Terrace Rear

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami, FL 33145

(CITY/STATE/ZIP)

*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)

5/11/2000

(DATE)