

Mision Esperanza
6375 West Flagler St
Miami, Florida. 33144

M E M O R A N D U M

to: Florida Department of State Division of Corporations
from: Juan Benitez
subject: Articles of Incorporation
date: June 1, 2000

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Corporate Filings Office:

I enclose an original and one copies of the proposed Articles of Incorporation of Mision Esperanza.

Please file the Articles of Incorporation and return a Certificate of Incorporation (or file-stamped copy of the original Articles) to me at the above address.

A check order in the amount of \$78.75, made payable to your office, for total filing and processing fees is enclosed.

Sincerely,


Juan Benitez, Incorporator

FILED
00 JUL 12 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN JUL 13 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 19, 2000

JUAN BENITEZ
MISION ESPERANZA
6375 WEST FLAGLER STREET
MIAMI, FL 33144

SUBJECT: MISION ESPERANZA
Ref. Number: W00000015456

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

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 600A00034601

ARTICLES OF INCORPORATION
OF
MISION ESPERANZA INCORPORATED
A NON-PROFIT CORPORATION

FILED
00 JUL 12 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is **Mision Esperanza Incorporated**
6375 West Flagler St. Miami,
FL 33144

TWO: The name and address of the registered agent of this corporation is:

Mr. Juan Benitez
8513 SW 163 Court
Miami, FL 33193

THREE: The specific purposes for which this corporation is organized are Development, Education. To reach out to the poorest of the poor show them a way of hope, independence and security through economic and spiritual aid. Assist them to brake the poverty cycle by liking the needy with the programs best fit for their needs. Help uninsured children gain access to affordable quality health care. The activies and affairs of this corporation shall be condaucted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The number of initial directors of this corporations is seven. Their names and address are as follows:

The Rev. Dr. Lenier L. Gallardo
Assistant to the Bishop
Florida-Bahamas Synod
6375 West Flagler St.
Miami, Florida. 33144

Oscar Ernand
Vice President- Eastern National Bank
866 Ponce de Leon Blvd
Coral Gables, Fl. 33134

Judith Bunker
Administrator for Community Relations
Lutheran Social Services of Florida
160201 SW 95th Avenue, Suite 101
Miami, Fl. 33157

Rosa Cartaya
Chief Executive
Miami World Travel
2880 West Flagler St.
Miami, Fl. 33144

Jorge I Vazquez
HAD Project Director
Miami-Dade County
4921 SW 87 Place
Miami, Fl. 33165

Rafael Rodriguez
Chief Executive
First Insurance Group Corp.
10967 Bird Road
Miami, Fl. 33165

Rene Palomino Jr. PA
Attorney at Law
9555 N. Kendall Drive Ste. 101
Miami, Fl. 33176

FIVE: The name(s) and address(es) of the incorporator(s) of this corporation is (are):

The Rev. Dr. Lenier L. Gallardo
Assistant to the Bishop
Florida-Bahamas Synod
6375 West Flagler St.
Miami, Florida. 33144

Mr. Juan Benitez, /Registered Agent
8513 SW 163 Court
Miami, Fl. 33193

SIX: The period of duration of this corporation is perpetual.

SEVEN: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the method of election of directors is as stated in the Bylaws as well as the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state of Florida.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

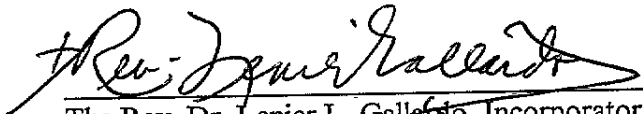
No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal

Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

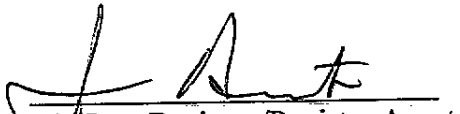
The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.



The Rev. Dr. Lenier L. Gallardo, Incorporator
Assistant to the Bishop
Florida-Bahamas Synod
6375 West Flagler St.
Miami, Florida. 33144

7/9/2000
Date

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


Mr. Juan Benitez, /Register Agent
8513 SW 163 Court
Miami, Fl. 33193

7/9/2000
Date

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00 JUL 12 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA