

TRANSMITTAL LETTER

N000005005

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

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-07/12/00--01031--009
*****87.50 *****87.50

SUBJECT: PEACE Ambassador Institute, Co.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

FROM: GENEVIEVE MAIGNAN
Name (Printed or typed)

106 59 N.E. 11 COURT
Address

MIAMI FL 33138
City, State & Zip

305-899-7269
Daytime Telephone number

00 JUL 31 AM 8:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

[Handwritten signature]

NO CO
MR Namy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 17, 2000

GENEVIEVE MAIGNAN
106 59 N.E. 11TH COURT
MIAMI, FL 33138

SUBJECT: PEACE AMBASSADOR INSTITUTE, CO.
Ref. Number: W00000017756

We have received your document for PEACE AMBASSADOR INSTITUTE, CO.. However, the document has not been filed and is being returned for the following:

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.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 100A00038940

**ARTICLES OF INCORPORATION
OF
The PEACE Ambassadors' Institute, INC
*A FLORIDA NONPROFIT CORPORATION***

FILED
00 JUL 31 AM 8:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, a natural person 18 years of age or older, in order to form a corporate entity in compliance with Chapter 617, Florida Statutes (Not for Profit), adopts the following articles of incorporation.

ARTICLE I: NAME OF THE CORPORATION

The name of this corporation shall be The PEACE Ambassadors' Institute, Inc., hereinafter referred to as the "corporation."

ARTICLE II: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE III: PURPOSE OF THE CORPORATION

The purpose of the corporation is as follow:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to exclusively engage in any and all lawful business for charitable and educational purposes. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

B. To exercise all rights and powers conferred by the laws of the State of Florida

upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE IV: MEMBERS

Membership shall consist only of the members of the board of directors.

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent is Genevieve Maignan and the initial registered office is 10659 NE 11 Court, Miami Shores, FL 33138.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is 3, their names and addresses being as follows:

- | | | | |
|----|--|----|---|
| 1. | Crystal Connor
6864 S.W. 114 Place, #G
Miami, FL 33173 | 2. | Genevieve Maignan
10659 NE 11 Court
Miami Shores, FL 33138 |
| 3. | Kathy Terry
P.O.Box 140873
Coral Gables, FL 33114 | 4. | David Fronheiser
169 E. Flagler Street, 2 nd Floor
Miami, FL 33131 |

ARTICLE VII: MANNER OF ELECTION

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

ARTICLE VIII: EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX: DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X: OFFICERS

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

ARTICLE XI: INCORPORATOR

The incorporator of the Corporation is as follows:

Genevieve Maignan
10659 N.E. 11 Court
Miami Shores, FL 33138

ARTICLE XII: NONSTOCK BASIS

The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE XIII: CORPORATE ADDRESS

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

10659 N.E. 11th Court
Miami Shores, Fl 33138.

IN WITNESS WHEREOF, I, GENEVIEVE MAIGNAN, the undersigned incorporator, have signed these Articles of Incorporation on this 8 day of July, 2000, to certify that these articles will be executed for the purposes herein stated.




GENEVIEVE MAIGNAN
INCORPORATOR

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8 day of July, 2000 by GENEVIEVE MAIGNAN, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.


NOTARY PUBLIC STATE OF FLORIDA
CHARLOTTE ANN RUFFINO
Print Name



Notary Public, State of Florida
CHARLOTTE ANN RUFFINO
Commission # CC 701079
Comm. Expires Dec. 8, 2001

CC 701079
Commission No.

12-8-2001
Commission Expires

FILED
00 JUL 31 AM 8:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I accept designation as registered agent:

