

N600005986

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EXPRESS CORPORATE FILING SERVICE INC
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1000 PONCE DE LEON BLVD. STE:112
(Address)

CORAL GABLES, FLORIDA 33134
(City, State, Zip)

(305) 444-4994 (305) 444-4977
(Phone#) (FAX#)

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-06/20/00--01037--012
*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Francisco Foundation, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____
 Mail out Will wait Photocopy Certified Copy Certificate of Status

FILED
 00 SEP 11 PM 12:03
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of P.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*6216-2295
W00-15715*

RECEIVED
 00 JUN 20 AM 10:25
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

W-21763

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 20, 2000

EXPRESS CORPORATE FILING SERVICE INC.
1000 PONCE DE LEON BOULEVARD
SUITE 112
CORAL GABLES, FL 33134

SUBJECT: THE FRANCISCO FOUNDATION, INC.
Ref. Number: W00000015715

We have received your document for THE FRANCISCO FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

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.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 900A00035079

attn: Loria Poole

RECEIVED
00 SEP -5 AM 9:35
TALLAHASSEE, FLORIDA
CORPORATION DIVISION



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 5, 2000

EXPRESS CORPORATE FILING SERVICE, INC.

SUBJECT: THE FRANCISCO FOUNDATION, INC.
Ref. Number: W00000021763

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

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.

Please correct Article X to state at least three directors.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 300A00047008

RECEIVED
00 SEP 11 AM 9:23
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE FRANCISCO FOUNDATION, INC.

00 SEP 11 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned Javier Souto resident of Dade County, Florida, desiring to organize a Florida Corporation under the Florida Not for Profit Corporation Act, Section 617 Florida Statutes as amended from time to time, by these presents files its Articles of Incorporation, to wit:

ARTICLE I. NAME

The name of this corporation is **The Francisco Foundation, Inc.**

ARTICLE II. DURATION

This corporation will be organized and may commence its operations upon the filing of these Articles with Florida's Department of State, and shall have perpetual existence thereafter.

ARTICLE III. PURPOSES

(a) To establish educational scholarships to honor the memory of Rogelio Gonzalez Corzo, "Francisco", as he was known in the underground struggle for liberty and democracy in Cuba, and who was shot by a firing squad on April 19th, 1961.

(b) The general purpose for which this Corporation is formed is to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws, including for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that code.

(c) This Corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

(d) Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

ARTICLE IV. MEMBERSHIP

Section 1. Members. The members of the Corporation shall be ex-officio the persons who are the members of its Board of Directors, elected from time to time. Each member of the Corporation shall be entitled to one (1) vote.

Section 2. Associated Members. Interested persons other than those referred in Section 1, and who are approved by the Board of Directors at its discretion, may be accepted for membership in the Corporation on the same terms.

Section 3. Honorary Members. Honorary members of the Corporation may be selected upon the recommendation of the Board of Directors.

ARTICLE V. MANAGEMENT

Section 1. Board of Directors. All powers of the corporation shall be exercised by and under the Board of Directors shall be provided for in the bylaws of the Corporation.

Section 2. Committees. The Board of Directors may establish one or more other committees, whether standing (i.e. appointed for a term) or select (i.e. appointed for a special purpose), to carry out the purposes of the Corporation.

ARTICLE VI. OFFICERS

The Officers of the Corporation shall consist of a President, one or more Vice-Presidents, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at the annual meeting of directors, and shall serve until their successors are chosen and qualified. There may be such other officers and assistant officers and agents as may be determined by the Board of Directors.

ARTICLE VII. LIMITATIONS ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more its purposes), and no Member, Director or Officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation, provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not for profit corporate member described in Section 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code, or by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE VIII. PRINCIPAL OFFICE / MANNER OF ELECTION THE MANNER OF ELECTION SHALL BE BY THE MINUTES AND BY-LAWS

The principal office of the Corporation is: 2620 SW 115TH Avenue, Miami, Florida 33165.

**ARTICLE IX. ADDRESS OF REGISTERED
OFFICE NAME OF REGISTERED AGENT**

The street and address of the initial principal and registered office of the Corporation is

2620 SW 115th Avenue, Miami, Florida 33165

The initial registered agent of the corporation is Javier Souto.

INITIAL BOARD OF DIRECTORS ARTICLE X.

This corporation shall have at least 5 director but it may be increased to twelve directors.

The initial directors of the corporation shall be as follows:

NAME OF DIRECTORS:

ADDRESS:

Javier Souto

2620 SW 115th Avenue

(see attachment)

Miami, Florida 33165

ARTICLE XI: INCORPORATIONS

The name and address of the incorporator is:

Javier Souto
2620 SW 115th Avenue
Miami, Florida 33165

ARTICLE XII: AMENDMENT OF THE ARTICLES OF INCORPORATION

Amendments of these Articles shall be made by a majority vote of all members of the Board of Directors of the Corporation.

ARTICLE XII. DISSOLUTION

Upon the dissolution of the Corporation, the Members) of the Corporation shall after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, within their sole discretion, to such organization or organizations organized and operated exclusively for charitable, educational, scientific, or religious purposes which, at the time of such disposition qualify as an exempt organization or organizations under

INITIAL BOARD OF DIRECTORS ARTICLE X.
(Continued)

NAME OF DIRECTORS:

ADDRESS:

Oscar Salas

6320 SW 92nd Court
Miami, Florida 33173

Nilo Messer

7801 SW 29 Terrace
Miami, Florida 33155

Jesus Permuy

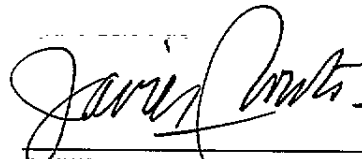
335 Fluvia
Coral Gables, Florida 33134

Manolo Villamañan

160 South Hibiscus Drive
Miami Beach, Florida 331390

Section 501(c)(3) of the Internal Revenue Code, as the Members(s) of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organizations organized and operated exclusively for such purposes, as said court shall determine.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of June, 2000.



JAVIER SOUTO
2620 SW 115th Avenue
Miami, Florida 33165

STATE OF FLORIDA

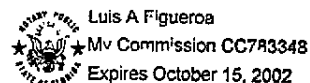
COUNTY OF DADE

BEFORE me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Javier Souto, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and county aforesaid, this 16th day of June, 2000.



NOTARY PUBLIC
State of Florida at Large

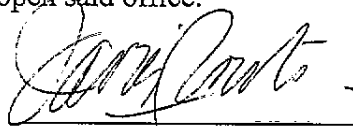


**CERTIFICATE DESIGNATING RESIDENT AND REGISTERED OFFICE AND
RESIDENT AND REGISTERED AGENT AND ACCEPTANCE OF RESIDENT AND
REGISTERED AGENT**

In pursuance of chapter 607.034, Florida General Corporation Act, the following information is submitted:

First – That the Francisco Foundation, Inc. desiring to organize under the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami County of Dade State of Florida has named Javier Souto as its Resident and Registered Agent, and as its Resident and Registered Office: 2620 SW 115th Avenue, Miami, Florida 33165.

Second - That said Resident and Registered Agent, having been named to accept service of process for the above state Corporation, at the place designated as the Resident and Registered Office in this Certificate, hereby accepts to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.



RESIDENT AND REGISTERED AGENT
JAVIER SOUTO

FILED
00 SEP 11 PM 12:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA