

No 1000003291

**LAW OFFICES OF
POSESS & WALSER, P.A.**

7015 BERACASA WAY, SUITE 201
(CORNER OF PALMETTO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433
(561) 750-1040
Telecopier: (561) 750-0708

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER, LL.M-ESTATE PLANNING
CARYN J. CLAYMAN, LL.M-TAXATION

REAL ESTATE DEPARTMENT
CHARLES F. POSESS
DOUGLAS R. NEU
GISELE E. ASMAR
BRENDA M. COX

May 4, 2001

Secretary of State of Florida
Corporation Division
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

RE: **SPANISHMED.ORG, INC.**

Dear Sir:

Enclosed please find the original Articles of Incorporation to be filed for the above referenced corporation.

Also enclosed is a check for \$78.75 covering the filing fees and costs as follows:

Filing Certificate of Incorporation	\$35.00
One (1) Certified Copy	8.75
Designation of Registered Agent	<u>35.00</u>
Total	<u>\$78.75</u>

Please return your confirmation letter regarding the incorporation and filing of this company to my office in the enclosed stamped self-addressed envelope.

Sincerely,

Thomas C. Walser

Thomas C. Walser

TCW:clg

cc: Elba Fernandez

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*****78.75 *****78.75

FILED
01 MAY -7 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN MAY 10 2001

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
SPANISHMED.ORG, INC.

FILED
01 MAY -7 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be **SPANISHMED.ORG, INC..**

ARTICLE II

PRINCIPAL PLACE OF BUSINESS/MAILING ADDRESS

The principal place of business and mailing address of the corporation is 6859 Town Harbor Blvd., Apt. 1413, Boca Raton, FL 33433.

ARTICLE III

PURPOSE(S)

The purpose for which the corporation is organized are exclusively charitable, religious and educational within the meaning of the Section 501(c)(3) of the Internal Revenue Code.

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 purposes set for in the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision 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 further federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or 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 shall be disposed of by the Court of Common Pleas 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 IV

MANNER OF ELECTION OF DIRECTOR(S)

The method of election of directors is so stated in the bylaws of the corporation. The number of directors constituting the initial Board of Directors of the corporation is three (3), until their successor(s) are elected and shall qualify.

ARTICLE V

LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes unless limited as follows: No Limitations.

ARTICLE VI

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201 Boca Raton, FL 33433, and the name of its initial registered agent at such address is Thomas C. Walser.

ARTICLE VII

INCORPORATOR(S)

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas C. Walser	7015 Beracasa Way, Suite 201 Boca Raton, FL 33433

DATED this 4th day of May, 2001.

Thomas C Walser
Thomas C. Walser, Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 4th day of May, 2001, by Thomas C. Walser, of Boca Raton, Florida, the Registered Agent, who is personally known to me or has produced a _____ as identification.

My Commission Expires:

CAROL L. GRAF
Notary Public, State of Florida
My comm. exp. Sept. 23, 2003
Comm. No. CC873848

Carol L. Graf
Notary Public
CAROL L. GRAF

CONSENT OF REGISTERED AGENT

I, Thomas C. Walser, having been designated to act as Registered Agent, hereby agrees to act in this capacity.

Thomas C Walser
Thomas C. Walser,
Registered Agent

FILED
01 MAY -7 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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