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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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TO:

Division of Corporations

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From:

Account Name

: ABALLI, MILNE, KALIL & GARRIGO, P.A.

Account Number : 073123001732

Phone

: (305)373-6600

Fax Number

: (305)373-7929

FLORIDA NON-PROFIT CORPORATION

LAS MARIAS FOUNDATION, INC.

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ARTICLES OF INCORPORATION

OF

LAS MARIAS FOUNDATION, INC.

a Florida Not For Profit Corporation

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is LAS MARIAS FOUNDATION, INC.

ARTICLE II - MAILING ADDRESS AND PRINCIPAL OFFICE

The mailing address of this Corporation shall be:

Suite 1201 777 Brickell Avenue Miami, Florida 33131

The principal office of this Corporation shall be:

Suite 1201 777 Brickell Avenue Mjami, Florida 33131

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ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to benefit and improve the lives of disadvantaged children throughout the world; and in connection therewith to raise

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Arturo J. Aballi, Jr. One S.E. Third Ave., Suite 2250 Miami, Florida 33131 Tel: (305) 373-6600 Florida Bar # 166383

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funds and to expend and/or distribute the same directly or indirectly through other eleemosynary organizations. In connection with the aforesaid purposes, the Corporation may engage in any and all lawful acts necessary and/or incidental thereto.

ARTICLE IV - APPOINTMENT OF BOARD OF DIRECTORS

The manner in which the directors are to be elected or appointed shall be as stated in the Bylaws of the Corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the corporation is AMKGS Registered Agents, Inc. and the initial registered office of this corporation is 2250 SunTrust International Center, One S.E. Third Avenue, Miami, Florida 33131.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Arturo J. Aballi, Jr.

2250 SunTrust International Center

One S.E. Third Avenue Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ______ day of September, 2001.

Arturo J. Aballi, Jr.

Incorporator

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Arturo J. Aballi, Jr.
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383

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CERTIFICATE OF REGISTERED AGENT

<u>OF</u>

LAS MARIAS FOUNDATION, INC.

a Florida Not For Profit Corporation

Pursuant to Chapter 617.0501 of the Florida Statutes, the following is submitted, in compliance with said Act:

That LAS MARIAS FOUNDATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named AMKGS Registered Agents, Inc. of 2250 SunTrust International Center, One Southeast Third Avenue, Miami, Florida 33131, as its agent to accept service of process with this State.

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

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Arturo J. Aballi, Jr.
One S.E. Third Ave., Suite 2250
Miami, Florida 33131
Tel: (305) 373-6600
Florida Bar # 166383