

# N01000007455

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Account Name : FAS-T CORP. AGENTS, INC.  
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## FLORIDA NON-PROFIT CORPORATION

CAUCUS HISPANIC SOCIETY OF ABDOMINAL SURGEONS, INC.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

## ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

### ARTICLE ONE

The name of the corporation is

Caucus Hispanic Society of Abdominal Surgeons, Inc.

### ARTICLE TWO

The duration of the corporation is perpetual.

### ARTICLE THREE

The general purposes for which the corporation is organized are:

1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and subject apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
2. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above-mentioned.
3. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.
4. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

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5. To borrow money and to issue evidence of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien.
6. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
7. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.
8. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for the services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer to share in the distribution of any of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on each propaganda, or otherwise attempting to the influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.
9. Notwithstanding any other provision of these Articles, the corporation shall not 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 and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.
10. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations recognized and operated exclusively for the charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1994 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Miami-Dade County, Florida in which the principal purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.

11. The Corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

12. The specific purpose of this corporation is:

To group all the hispanic abdominal surgeons in order to provide with  
A better service to the community.

#### ARTICLE FOUR

This corporation is organized under a non-stock basis.

The manner of election of the Board of Directors will be stated in the By-Laws

#### ARTICLE FIVE

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after the first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the officers of this Corporation, to abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualifications as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

#### ARTICLE SIX

The By-Laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

#### ARTICLE SEVEN

The street address of the initial principal office of the corporation is

5200 SW 8<sup>th</sup> St. # 202 B  
Coral Gables, Florida 33134

### ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
Juan M. Flores President	8430 NW 8 <sup>th</sup> Street Miami, FL 33126
Danilo Bernot Treasurer	5200 SW 8 <sup>th</sup> Street # 202 B Coral Gables, FL 33134
Hector Morales-George Secretary	2272 SW 7 <sup>th</sup> St. Miami, FL 33134

### ARTICLE NINE


A unanimous vote of directors for effective director action is required at all directors meetings.

### ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
Danilo Bernot	5200 SW 8 <sup>th</sup> St. # 202 B Coral Gables, FL 33134

Executed by the undersigned at Miami, Florida on November 7, 2001

  
\_\_\_\_\_

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First- That Caucus Hispanic Society of Abdominal Surgeons, 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 Miami-Dade, State of Florida has named Danilo Bernot located at 5200 SW 8<sup>th</sup> St. S 202 B, City of Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

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

By:

X D. Bernot

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