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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

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

1. HIS PAC, INC.
(Corporation Name)

(Document #)

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

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02 FEB 20 PM 2:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

200004929812--6
-02/15/02--01025--018
*****78.75 *****78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input 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 R.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

RECEIVED
02 FEB 15 AM 10:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
2/20/02
2295
1002-4597
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 15, 2002

LAZARUS CORPORATE FILING SERVICE
3320 S.W. 87 AVENUE
MIAMI, FL

SUBJECT: HISPAC, INC.
Ref. Number: W02000004597

We have received your document for HISPAC, 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 617.0803, 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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 402A00009606

RECEIVED
02 FEB 20 AM 10:33
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
OF
HISPAC, INC.**

WE, the undersigned residents of the State of Florida, being 21 years or more of age, do hereby associate ourselves together for the purpose of forming a non-profit corporation under the statutes of the State of Florida.

**ARTICLE ONE
NAME AND LOCATION**

The name of the corporation shall be Hispac, Inc., and its location shall be 1201 Brickell Avenue, Suite 320, Miami, Florida 33131, County of Miami-Dade, State of Florida.

**ARTICLE TWO
DURATION**

The period of duration of this non-profit corporation shall be indefinite.

**ARTICLE THREE
PURPOSE CLAUSE**

The purpose of the corporation shall be to promote Hispanics registration to vote and to encourage voting among Spanish speaking people. . Said corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501 (C)(3) of the Internal Revenue Coda or corresponding section of any future Federal Tax Code.

**ARTICLE FOUR
NON-STOCK CORPORATION**

The corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

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TALLAHASSEE FLORIDA

ARTICLE FIVE DIRECTORS

The numbers of directors constituting the initial Board of Directors of the corporation is 3 and the name and address of the persons who is to serve as initial directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
<i>Armando Gutierrez</i>	<i>7207 Brickell Ave., Suite 320</i>
<i>Jorge Rodriguez-Chomat, Esq.</i>	<i>Miami, Florida 33131</i>
	<i>825 Brickell Bay Drive, Suite 1750</i>
	<i>Miami, Florida 33131</i>
<i>Luis Martinez</i>	<i>2699 Collins Avenue</i>
	<i>Miami Beach, Florida 33140</i>

ARTICLE SIX ELECTION OF DIRECTORS

The manner in which the directors are to be elected by the members is as follows: commencing on January 2, 2003, the election of the directors shall be by a majority of the votes of the members of the corporation.

ARTICLE SEVEN CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the Board of Directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to

such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the Board of Directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into his hands, and to keep an accurate amount of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to this office, as shall be required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the Board of Directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the Bylaws.

ARTICLE EIGHT ELECTION OF OFFICERS

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

**ARTICLE NINE
MEMBERSHIP REQUIREMENTS**

The method and conditions on which members shall be accepted or expelled shall be as follows:

Each member shall be required to be over 18 years of age.

Expulsion of a member shall only by a super-majority vote of the members of the Board of Directors

**ARTICLE TEN
AMENDMENTS**

These articles may be amended in the manner provided by the statute at the time of amendment.

**ARTICLE ELEVEN
INCORPORATORS**

NAME

ADDRESS

Armando Gutierrez

1201 Brickell Avenue, Suite 320
Miami, Florida 33131

ARTICLE TWELVE

This corporation shall designate Armando Gutierrez with offices located at 1201 Brickell Avenue, Suite 320, Miami, Florida 33131 as its duly authorized agent to be in charge of the Corporate Registered Office as required by State Law.

**ARTICLE THIRTEEN
NET EARNINGS**

No part of the net earnings of the corporation shall inure to the benefit, or be distributable to its members, trustees, directors, officers or other private person, except

that said corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (C)(3) purposes. No substantial part of the activities of the corporation shall be the carrying out of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501 (C)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code.

ARTICLE FOURTEEN DISSOLUTION

Upon dissolution of this corporation, corporation's assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (C)(3) of the Internal Revenue Code, i.e. charitable, educational, religious, scientific, 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 public purpose.



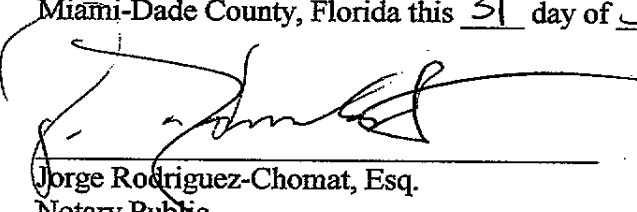
Armando Gutierrez-Incorporator

STATE OF FLORIDA}
}SS:
COUNTY OF MIAMI-DADE}

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements, personally appeared, Armando Gutierrez, who presented for I.D. purposes, Florida Drivers License 9362-000-49-417-Q who after having been duly sworn, executed this foregoing certificate of incorporation, freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at

Miami-Dade County, Florida this 31 day of January, 2002.



Jorge Rodriguez-Chomat, Esq.
Notary Public

State of Florida at large

My Commission Expires:



Jorge Rodriguez-Chomat
My Commission CC953873
Expires July 16, 2004

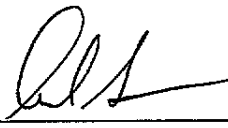
**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN STATE SERVICE OF PROCESS
WITHIN STATE NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED**

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, that HISPAC, INC., desiring to organize under the laws of 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 Armando Gutierrez, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this 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.



Armando Gutierrez

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02 FEB 20 PM 2:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA