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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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

1. INTERNATIONAL COALITION FOR HUMAN
(Corporation Name) (Document #)
2. DEVELOPMENT, INC.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00 ☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

| 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 |

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ARTICLES OF INCORPORATION OF INTERNATIONAL COALITION FOR HUMAN DEVELOPMENT, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

ARTICLE I NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this Corporation is International Coalition for Human Development,
The principal office of this Corporation is 2333 Ponce de Leon Blvd. Suite 305
Coral Gables, Florida 33134

ARTICLE II CORPORATE NATURE

This Corporation is organized with the purpose e of endeavoring in the functional growth and development of all aspects of the Human Person: Intellectual, Spiritual and Physical. These endeavors are perceived, conceptualized and applied interactively to the full scope of the Human Dimension, including the Economic, Cultural, Social, Ethical and Philosophical fields of Human Activity.

ARTICLE III DURATION

This Corporation is to exist perpetually

Article IV PURPOSE

This is a not profit Corporation organized for the purpose of endeavoring in the functional growth and development of all aspects of the Human Person: Intellectual, Spiritual and Physical. These endeavors are perceived, conceptualized and applied interactively to the full scope of the Human Dimension, including the Economic, Cultural, Social, Ethical and Philosophical fields of Human Activity. Likewise, the functional thrust of the Corporate efforts will be focused from the Personal, Societal, National, Regional and International perspectives of Human Endeavor.

The assistance and support to said endeavors will be directed toward individuals or groups belonging to a formal or informal body of people who believe, support, advocate or pursue the Principles of Liberty, Personal and Collective Freedom, Democratic and Ethical Values and the Respect of the Human Person as proclaimed by the Universal Declaration of Human Rights.

Furthermore, the aforesaid assistance and support to the growth and development of individuals or groups (henceforth referred to as "units") that adheres to the Rights,

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Beliefs, and Principles stated above, will be manifested by any effort, assistance and support which addresses, sustains, enhances, empowers and promotes the strength, capabilities, structure and growth of said units.

ARTICLE V MEMBERS

The Corporation shall have members; Membership shall be open to all those persons interested in the corporate purpose. Persons meeting such qualifications shall become regular members after obtaining approval from the Board of Directors and declaring their intentions to abide by these articles of incorporation and the bylaws. The bylaws will further regulate the membership.

The Board of Directors may, from time to time, admit sponsoring members granting such status to any natural or legal person for their continued support to the causes and purposes of the Corporation. It may also appoint Honorary Members, granting such status to people for their services to the Corporation, Sponsoring members and honorary members do not have to meet the qualifications of regular members who are the only members with voting right.

ARTICLE VI REGISTERED AGENT AND OFFICE

The address of the Corporation's registered office shall be 2333 Ponce de Leon Blvd. Suite 305, Coral Gables, Florida 33134, and the name of the Registered Agent at said address shall be Guillermo Cueto.

ARTICLE VII MANAGEMENT OF CORPORATE AFFAIRS

A. BOARD OF DIRECTORS: The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of no less than three (3) persons. The number of directors may be increased or diminished from time to time in such manner as may be prescribed in the bylaws. The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all time thereafter shall serve for a term of one (1) year until the annual meeting of members following the elections of Directors and until the qualifications of the successors in office. Annual meetings shall be held at Miami, Florida on the twenty-first day of July of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall

individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of Directors. Any certificate or other document filed under any provisions of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The name and street address of the initial members of the Board of Directors of this Corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|--|
| GUILLERMO CUETO | 4318 Alton Road Miami Beach, Fl 33140 |
| WILLIAM F. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |
| SANTIAGO A. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |

B. CORPORATE OFFICERS. The Board of Directors shall be elect the following officers, President, Vice-President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following directors shall serve as corporate officers.

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|--|
| GUILLERMO CUETO | 4318 Alton Road Miami Beach, Fl 33140 |
| WILLIAM F. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |
| SANTIAGO A. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |

ARTICLE VIII
EARNINGS AND ACTIVITIES OF CORPORATION

- A. No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article IV hereof.
- B. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: a) by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954, (or de corresponding provision of any future United States Internal Revenue Law).
- D. Notwithstanding any provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

ARTICLE IX
DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying; or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operate exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operate exclusively for 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 1954 A (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes...

**ARTICLE X
SUBSCRIBERS**

The name and residence address of the subscribers of this corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------|--|
| GUILLERMO CUETO | 4318 Alton Road Miami Beach, Fl 33140 |
| WILLIAM F. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |
| SANTIAGO A. CUETO, Esq. | 4318 Alton Road Miami Beach, Fl 33140 |

**ARTICLE XI
AMENDMENT OF BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to or new bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the bylaws.

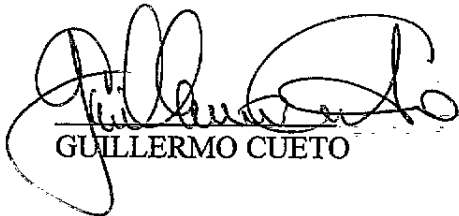
**ARTICLE XII
DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XIII
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the bylaws of this corporation.

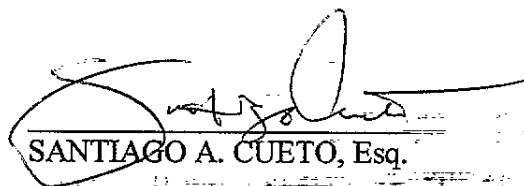
We, the undersigned, being the Subscribers and incorporators of this corporation, for the purpose of forming this not for profit corporation under the Laws of the State of Florida have executed these Articles of Incorporation this day of 21st day of March 2002.



GUILLERMO CUETO



WILLIAM F. CUETO, Esq.



SANTIAGO A. CUETO, Esq.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

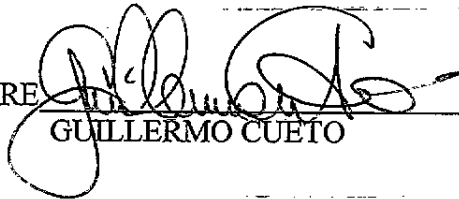
Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that INTERNATIONAL COALITION FOR HUMAN DEVELOPMENT, INC.

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named Guillermo Cueto, located at 2333 Ponce de Leon Blvd., Suite 305, Coral Gables, Florida 33134.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY, I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


GUILLERMO CUETO

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