

N 02 0000 3362

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 29 PM 12:41

SUBJECT: VENEZOLANOS LIBRES, INC. (VENELIBRES)
(Proposed corporate name - must include suffix)

700005313027--7
-04/22/02--01054--013
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: José E. Gómez
Name (Printed or typed)

11950 SW 25 Terrace
Address

Miami, Florida 33175-
City, State & Zip

(305) 553-3199 (305) 283-3044 Cell
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

F. G. HESSER MAY 6



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 26, 2002

JOSE E GOMEZ
11950 SW 25 TERRACE
MIAMI, FL 33175

SUBJECT: VENEZOLANOS LIBRES, INC.
Ref. Number: W02000011948

We have received your document for VENEZOLANOS LIBRES, 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):

The registered agent and street address must be consistent wherever it appears in your document.

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) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 602A00025559

- 1) The name: VENEZOLANOS LIBRES, INC. has been changed. Please DELETE.
- 2) The new name as filed will be: FREE VENEZUELAN FOUNDATION IN THE WORLD, INC. (FUNDACION DE VENEZOLANOS LIBRES EN EL MUNDO, and short name VENELIBRES INC.
- 3) Please make the changes and return the new document.

Thanks,


Jose E. Gomez
Treasurer & Secretary.

Miami, 5-3-02

ARTICLES OF INCORPORATION OF

ARTICLE I NAME

The name of this Corporation is FREE VENEZUELAN FOUNDATION IN THE WORLD INC. The translation in Spanish is: FUNDACION DE VENEZOLANOS LIBRES EN EL MUNDO INC.

ARTICLE II DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State of the Florida State.

ARTICLE III PURPOSE

The purpose for which this Corporation is organized is all non profit projects or developments permitted under 26 U.S.C. Cap.501 © (3). Specifically, but not limited, this Corporation will be involved in cultural promotion, exchange and policy among the venezuelan citizens over the world, to strengthen the democracy as freedom of expression, the competition and liberty of taken place in the human rights, soliciting the contribution of the men and country free. To promote the surpass of venezuelan citizens that lived abroad for reason politicals, economicals or family. To collaborate with all projects dedicated to development Venezuela country in matter petroleum, petrochemistry, agricultural, university, technological and any other organization of similar character and postulates.

ARTICLE IV CAPITAL STOCK

This Corporation shall issue no stocks.

ARTICLE V LOCATION

The Street, Address, City, County and State in which the principal offices of the Corporation are to be located are: 7311 NW 79 Terrace, Medley, Florida 33166. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have ten (10) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the Members. The name and addresses of the initial Board of Directors of this Corporation are:

NAME:

ADDRESS:

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| | |
|---------------------------------------|---------------------------------------|
| Jairo Páez-González President | 15131 SW 43 Terrace Miami FL 33185 |
| Ricardo Finol Vice-President | 15121 SW 43 Terrace Miami FL 33185 |
| José E. Gómez Treasurer-Secretary | 11950 SW 25 Terrace Miami FL 33175 |
| Yajaira Páez- Rincón Director | 15131 SW 43 Terrace Miami FL 33185 |
| Leonor Páez- González Director | 15131 SW 43 Terrace Miami FL 33185 |
| Estela Rincón-Páez Director | 15131 SW 43 Terrace Miami FL 33185 |
| Ana Graciela Perozo-Finol Director | 15121 SW 43 Terrace Miami FL 33185 |
| Ricardo Eduardo Ottolino Director | 15121 SW 43 Terrace Miami FL 33185 |
| Fernando Urdaneta Director | 7311 NW 79 Terrace Miami FL 33166 |
| Ida Lilavois Director | 15131 SW 43 Terrace Miami FL 33185 |

ARTICLE VII INCORPORATORS

The names and streets addresses of the incorporators are:

| | |
|----------------------|---------------------------------------|
| Jairo Páez- González | 15131 SW 43 Terrace Miami FL 33185 |
| Ricardo Finol | 15121 SW 43 Terrace Miami FL 33185 |
| Jose E. Gómez | 11950 SW 25 Terrace Miami FL 33175 |
| Yajaira Páez-Rincón | 15131 SW 43 Terrace Miami FL 33185 |
| Leonor Páez-González | 15131 SW 43 Terrace Miami FL 33185 |

ARTICLE VIII AMENDMENT

The Articles of Incorporation may be amended in the manner provide by law. Every amendment shall be approved by the Board of Directors, and approved by the majority of the Members at a General Assembly meeting, unless all the Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX

1.- No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private person except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article..

2.- No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting, to influence legislation. This Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

3.- No withstanding any other activities no permitted to be carried on by a corporation exempt from federal income tax under S501 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or buy a corporation, contributions to wich are deductible under S170 © (2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X DISSOLUTION

On the dissolution of this corporation, the Board of Directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner of the organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall the time qualify as exempt organizations under S501 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, after paying or make provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purpose or to the organizations that the court determines are organized and operate exclusively for charitable, educational, religious or scientific purposes.

ARTICLE XI MEMBERS

The qualifications for and manner of admission of the Members shall be regulated by the Board of Directores and bylaws.

ARTICLE XII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7311 NW 79 Terrace, Medley FL 33166 and the name of the initial registered agent of this corporation at address is Jairo Páez Gonzalez 15131 SW 43 Terrace, Miami FL 331585

ARTICLE XIII BYLAWS

The bylaws of the corporation shall be adopted or modified by the Board of Directors.

IN WITNESS WHEREOF, the undersigned being the original incorporators, do make and file these Articles of Incorporation, here be declaring and certifying that the facts herein stated are true set our hands and seal this 19 day of April 2002.



Jairo Páez- González



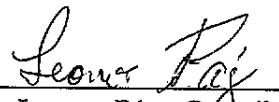
Ricardo Fínd



José E. Gómez



Yajaira Páez -Rincón



Leonor Páez-González


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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the State of Florida.

1.- FREE VENEZUELAN FOUNDATION IN THE WORLD, 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, State of Florida, has named Jairo Páez González, located at 15131 SW 43 Terrace, 33185, City of Miami, County of Miami-Dade, State of Florida, 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 the place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Jairo Páez González

Date: April 19, 2002.

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