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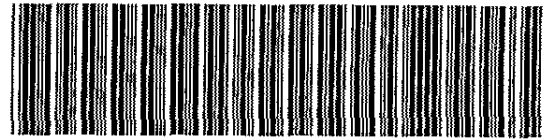
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Raul Llorente

345 Cypress Drive
Key Biscayne, Florida 33145
305 361-1006 Tel.
305 361-0072 Fax

November 27, 2002

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

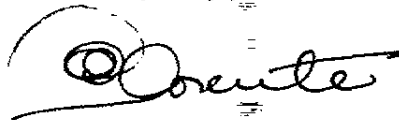
Re: Articles of Incorporation of
US/Cuba People for Friendship, Inc.

Dear Sir or Madam:

Enclosed is an original and a copy of the Articles of Incorporation of US/Cuba People for Friendship, Inc., a non-profit corporation, along with the filing fee of \$78.75.

I would appreciate it if you return to us a certified copy for our records. If you have any questions, please call me at 305 361-1006.

Very truly yours,



ARZ/RL/dh
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
US/CUBA PEOPLE FOR FRIENDSHIP, INC.**

The undersigned, for the purpose of forming a Nonprofit Corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the proposed Corporation is:

US/Cuba People for Friendship, Inc.

**ARTICLE II
NOT FOR PROFIT**

The Corporation is a Nonprofit Corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under the law.

**ARTICLE III
DURATION**

The duration (term) of the Corporation is perpetual.

**ARTICLE IV
PURPOSES**

The Corporation is exclusively organized, and shall be operated exclusively for the following: to bring together the people of the United States of America and the Republic of Cuba so they can enjoy productive friendships and create mutually beneficial humanitarian projects.

**ARTICLE V
LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors, or Officers, but the 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 Article 4 (Purposes) hereof.

ARTICLE VI
MEMBERS AND INCORPORATORS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The By-Laws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the By-Laws, but who shall not have the right to vote. The names and addresses of the initial Voting Members who are also the incorporators signing these Articles of Incorporation are as follows:

<u>Name:</u>	<u>Address:</u>
Raul Llorente	345 Cypress Drive, Key Biscayne, FL 33145
Carlos Justo	3905 Alton Road, Miami Beach, FL 33140
Roberto Suarez	247 SW 8th Street, Miami, FL 33130

ARTICLE VII
PRINCIPAL OFFICE

The street address of the principal office and mailing address of the corporation shall be:

Raul Llorente
345 Cypress Drive
Key Biscayne, FL 33149

ARTICLE VIII
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Raul Llorente
345 Cypress Drive
Key Biscayne, FL 33149

ARTICLE IX
INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is seven. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less

than four. The Voting Members shall elect the Directors annually. The initial Board of Directors is as follows:

<u>Name:</u>	<u>Address:</u>
Raul Llorente	345 Cypress Drive, Key Biscayne, FL 33145
Carlos Justo	3905 Alton Road, Miami Beach, FL 33140
Roberto Suarez	247 SW 8th Street, Miami, FL 33130

ARTICLE X
BY-LAWS

The By-Laws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

ARTICLE X
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XII
NONSTOCK BASIS

The Corporation is organized on a Nonstock Basis. This Corporation shall not issue shares of stock.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 27 day of November, 2002.


Raul Llorente


Carlos Justo


Roberto Suarez

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

In compliance with section 607.0501, of the Florida Statutes the following is submitted:

Desiring to organize or qualify under the laws of the State of Florida with its principal
place of business in the City of Miami, County Miami-Dade, Florida, whose Corporate name is:

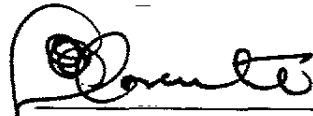
US/CUBA PEOPLE FOR FRIENDSHIP, INC.

has named Raul Llorente as its Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned Corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to
comply with the provisions of all of the Statutes relative to the proper and complete performance
of my duties.

Dated this 27 day of November, 2002.



Raul Llorente
Resident and Registered Agent
345 Cypress Drive
Key Biscayne, FL 33149

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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