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\*\* JOB STATUS REPORT \*\*

AS OF DEC 19 2002 12:20 PM PAGE. 01

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FLORIDA NON-PROFIT CORPORATION

Cuban Memorial, Inc.

Certificate of Status	1
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Page Count	06
Estimated Charge	\$87.50

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**ARTICLES OF INCORPORATION  
OF  
CUBAN MEMORIAL, INC.**

02 DEC 19 AM 9:01

STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the Incorporator of CUBAN MEMORIAL, INC. under Chapter 617 of the Florida Statutes, submits the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of this corporation shall be CUBAN MEMORIAL, INC. (the "Corporation").

**ARTICLE II**  
**INITIAL PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The initial principal place of business and mailing address of the Corporation shall be 701 Brickell Ave., Suite 3000, Miami, Florida 33131.

**ARTICLE III**  
**DURATION AND COMMENCEMENT OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IV**  
**PURPOSES**

The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In furtherance of such purposes, the Corporation shall be authorized:

- (a) To promote, support, and engage in activities carried on for charitable purposes, by the direct conduct of such activities and specifically to (i) contribute to the general education and knowledge available to the local, state, national and international communities relating to the Cuban exile experience generally and the first generation of Cuban exiles in particular, (ii) plan, erect and help maintain a memorial and related facilities to honor and pay tribute to the first generation of Cuban exiles who sought refuge in the United

States of America and made a positive impact on the local, state and national communities in which they lived and raised their families, (iii) provide a permanent location at which future generations may learn historical facts about the first generation of Cuban exiles to the United States of America.

(b) To receive and maintain personal or real property, or both, and, subject to the restrictions and limitations in these Articles, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for religious, charitable, educational, literary, or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3).

(c) To receive assistance, money (as dues or otherwise), real or personal property and any other form of contributions, gift, bequest, or devise from any person, firm, partnership, or corporation, to be utilized in the furtherance of the objects and purposes of this Corporation, and to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the bylaws.

(d) To establish an office and related facilities and to employ such assistance and clerical personnel as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons.

(e) To distribute, in the manner, form, and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions or other funds received by it in carrying out programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in furtherance of these objects and purposes are and shall continue to be used exclusively for such purposes.

(f) To invest and reinvest surplus funds in such securities and properties as the Board of Directors may from time to time determine.

(g) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, loan, or otherwise dispose of an deal in any bonds, securities, evidence of indebtedness, or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any

such real or personal property, to exercise all the rights, powers, and privileges of ownership.

(h) To contract and be contracted with, and to sue and be sued.

(i) To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed, and, in general, to have all the rights, privileges, and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Chapter 617 of the Florida Statutes, subject however to the requirements of Section 501(c)(3) and to the other limitations provided in these Articles of Incorporation.

#### ARTICLE V MEMBERSHIP

The Corporation shall have no Members.

#### ARTICLE VI DIRECTORS

The names and addresses of the initial directors are as follows:

José E. Sirven  
c/o 701 Brickell Ave.  
Suite 3000  
Miami, Florida 33131

Eugenio Hernandez  
c/o 701 Brickell Ave.  
Suite 3000  
Miami, Florida 33131

Jorge Hernandez-Torano  
c/o 701 Brickell Ave.  
Suite 3000  
Miami, Florida 33131

The terms for which the directors shall serve, and the method by which the directors are to be elected, shall be stated in the bylaws.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator is:

José E. Sirven  
701 Brickell Ave., Suite 3000  
Miami, Florida 33131

**ARTICLE VII**  
**REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 701 Brickell Ave., Suite 3000, Miami, Florida 33131. The name of the initial registered agent of the Corporation at that address, who is authorized to receive service of process is Intrastate Registered Agent Corporation

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of this 19<sup>th</sup> day of December, 2002.



José E. Sirven  
Incorporator

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SECRET  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

That CUBAN MEMORIAL, INC. desiring to organize under the laws of the State of Florida, has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced Corporation at 701 Brickell Ave., Suite 3000, Miami, Florida 33131, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 11 day of December, 2002.

INTRASTATE REGISTERED AGENT  
CORPORATION

By:   
Name: Steven H. Hagen  
Title: Vice President

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