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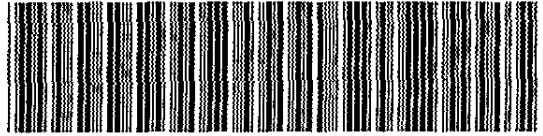
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 10, 2003

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

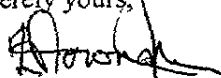
Dear Officer:

Attached please find the original and two copies of the Articles of Incorporation for "Corn Island Community Foundation, Inc. Also included is Check No. 511 in the amount of US\$78.75.

Please process and register the Articles of Incorporation and return to me a certified copy of the documentation. Please note that the **mailing address for all correspondence to this corporation is: P. O. Box 226395, Miami, FL 33122.**

Thanks for your assistance in this matter and if you have any questions please call me at (305) 591-8935.

Sincerely yours,



Theogene Downs

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CORN ISLAND COMMUNITY FOUNDATION, INC.

A Non-Profit Corporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be ***Corn Island Community Foundation, Inc.***

ARTICLE II

This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. This corporation is organized pursuant to Florida Non-profit Corporation Law to promote charitable, educational, cultural, humanitarian, scientific, environmental and other philanthropic purposes. Its goal is to aid disadvantaged poverty-stricken individuals, families and communities in Nicaragua towards a life of sustainable self-sufficiency; including for such purposes, the distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

ARTICLE III

The duration of this corporation shall be perpetual and no stock shall be issued.

ARTICLE IV

The principal place of business of this corporation is 4471 NW 170th Street, Miami, FL 33055. The registered agent at said address is:

Rene Bryan
4471 NW 170th Street
Miami, FL 33055

And, the **Mailing Address** of the Corporation is: **P. O. Box 226395, Miami, FL 33122**

ARTICLE V

- (a) This corporation is organized and operated exclusively for charitable, educational, cultural, humanitarian, scientific, environmental and other philanthropic purposes to aid Nicaraguan disadvantaged poverty-stricken individuals, families and

communities within the meaning of Section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

- (b) 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI

The directors are elected in accordance with the Bylaws of the corporation. The names of the persons appointed to act as the initial directors of this corporation are:

<u>NAME & TITLE</u>	<u>ADDRESS</u>
Theogene Downs <i>President</i>	3027 NW 17 th Street Miami, Florida 33125
Rene Bryan <i>Vice President</i>	4471 NW 170 th Street Miami, FL 33055
Pauline C. Bryan <i>Secretary</i>	10516 NW 7 th Street Pembroke Pines, FL 33026
Larry Britton <i>Treasurer</i>	7535 SW 152 nd Ave #C102 Miami, FL 33193
Wilford C. Downs <i>Executive Director</i>	25551 Goldensprings Dr. Dana Point, CA 92629
Jose Rodriguez <i>Executive Director</i>	3864 Clearbrooke Way Duluth, GA 30096
Alba L. Downs <i>Executive Director</i>	600-72 nd Street, Apt. 4 Miami Beach, FL 33141

ARTICLE VII

The Name and address of the Incorporator of the Articles of Incorporation is:

Theogene Downs
3027 NW 17th Street
Miami, Florida 33125

ARTICLE VIII

The property of this corporation is irrevocably dedicated to charitable, educational, cultural, humanitarian, scientific, environmental and other philanthropic purposes and no part of the net income or assets of the organization shall ever inure to the benefit of, or be

distributable to any of its directors, officers, or members thereof or the benefit of any 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 the furtherance of the purposes set forth in Article Two (2) herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

ARTICLE IX

Upon the dissolution of the corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this corporation, shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for the purposes set forth in Article Five (5) herein, and within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the 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 purposes. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.



Signature of Incorporator

2/6/2003

Date

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

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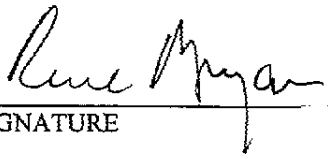
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

- 1.- The name of the corporation is: ***Corn Island Community Foundation, Inc.***
- 2.- The name and address of the registered agent and office is:
Rene Bryan
4471 NW 170th Street
Miami, FL 33055

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

2/6/2003
DATE