

NO3000007397

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000260926 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : LAZARUS CORPORATE FILING SERVICE, INC.
Account Number : I20000000019
Phone : (305)552-5973
Fax Number : (305)220-1440

FLORIDA NON-PROFIT CORPORATION

Family Care Foundation, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$78.75 |

8-27-03

FILED

03 AUG 26 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H03000260926

FILED

03 AUG 26 AM 7:55

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

Family Care Foundation, INC.

The undersigned, acting as incorporators of this corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation.

ARTICLE I
NAME

The name of the Corporation shall be: Family Care Foundation, Inc. The principal place of business of this corporation is 25 SE 2nd Avenue, Suite 410, Miami, Florida 33131

ARTICLE II
DURATION

The Corporation shall exist perpetually unless dissolved according to law. Such existence shall commence at the time of filing of this Articles of Incorporation, although for the Corporation Archives the Date of Origin is June 1st 2003, date of the First Meeting of Incorporators.

ARTICLE III
PURPOSE

The purposes for which this Corporation is organized are philanthropic, charitable and educational: to promote, teach and in practice assure the safety and well being, within the means of the Corporation, of poverty-stricken families in South America, who may find themselves emotionally vulnerable in their distress, especially the young, and to provide all necessary care to ensure their mental and physical health. This Corporation is strictly a non-profit service and charity corporation.

ARTICLE IV
QUALIFICATION OF MEMBERS

The qualification to admit members into this Corporation is that they be men and women of good reputation, high moral and of good repute in their community. Membership shall be regulated for in the by-laws. There will be three categories for membership: Regular member

HD3000260926

Since training in the specifics of care provided under the conditions encountered in areas of under-development and limited resources is necessary, an Aspiring Member will be accepted or not after a six-month period of practice in the field.

Associate Member will be any person or organization willing to contribute economically or otherwise to the furthering of the Corporation's goals and are approved by the Board of Directors.

ARTICLE V INCORPORATORS, OFFICERS AND BOARD OF DIRECTORS

The initial Officers and Board of Directors will be constituted by 5 (five) members and officers, as follows:

| NAME | OFFICE | ADDRESS |
|---------------------|----------------|--|
| Betina Nanclores | President | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |
| Maria Gallegos | Vice-President | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |
| Saul Montes-Bradley | Secretary | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |
| Jose M. Vega | Treasurer | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |
| Maria Ines Oyarbide | Director | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |

A Board of Directors will be elected or appointed in accordance with the by-laws.

The Incorporators shall be:

| | |
|---------------------|--|
| Jose M. Vega | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |
| Saul Montes-Bradley | 25 SE 2 nd Av., S. 410, Miami, FL 33131 |

ARTICLE VI ORIGINAL CORPORATE OFFICE REGISTERED AGENT AND OFFICE

The initial address of this corporation is Jose M. Vega 25 SE 2nd Av., S. 410, Miami, FL 33131. The Registered Agent is Jose M. Vega, at 25 SE 2nd Av., S. 410, Miami, FL 33131.

ARTICLE VII DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations, provided that these organizations meet the educational, charitable and educational criteria of the founding of this Corporation, and are as well exempt organizations as described in section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law enacted by Federal, State or local governments for exclusive public purpose.

HD3000260926

H03000260926

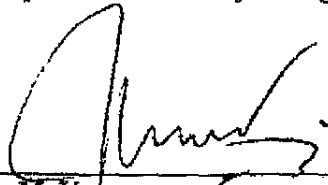
ARTICLE VIII
BY-LAWS

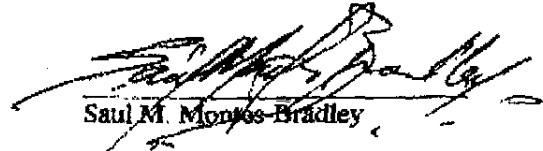
By-laws will be adopted by the initial Board of Directors. New by-laws may be adopted, or the initial by-laws may be repealed or amended, in whole or in part, at the Annual Meeting or at any other meeting of the members called for that purpose; but such any resolution as described herein amending or repealing the initial by-laws shall require a vote of not less than two-thirds of the members entitled to vote.

ARTICLE IX
POWERS AND VOTING

The Corporation, its Officers, Directors and Regular Members shall have all corporate powers provided in section 617.021, Florida Statutes, except that Associate Members shall have voice but not vote at corporate meetings.

In witness whereof, the undersigned Incorporators have executed these Articles of Incorporation this 4th day of August, 2003.



Jose M. Vega

Saul M. Montes-Bradley

H03000260926

FILED

H03000260926

03 AUG 26 AM 7:55

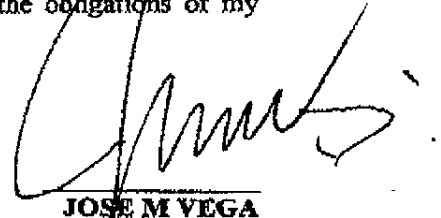
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of section 607.0501, *Florida Statutes*, the following is submitted : **FAMILY CARE FOUNDATION, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **MIAMI**, State of Florida, has named: **JOSE M VEGA**, whose address is: **25 SE 2 ST. # 410, MIAMI, FL. 33131**. Agent to accept service of process within Florida.

Having been named as Registered Agent to accept services 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.

Sign this 4th day of August of 2003



JOSE M VEGA

H03000260926