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FLORIDA NON-PROFIT CORPORATION

CRISTINA CARRIAZO PEDROSO SCHOOL SUPPLY FUND, INC.

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**ARTICLES OF INCORPORATION OF
CRISTINA CARRIAZO PEDROSO SCHOOL SUPPLY FUND, INC.
A FLORIDA NON PROFIT CORPORATION**

Article 1. Name. The Name of the Corporation is: Cristina Carriazo Pedroso School Supply Fund, Inc.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of the Corporation is a follows:

- A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: To offer school supplies to needy students in Miami-Dade County, Florida
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporation.
- C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and 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 to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Initial Registered Agent and Office. The initial registered agent is: Fernando R. Rodriguez, and the initial registered office is: 901 Ponce de Leon Blvd. Suite 501 Coral Gables, FL. 33134

Article 5. Initial Board of Directors. The initial Board of Directors shall have 3 (three) members whose names and addresses are:

Fernando R. Rodriguez	901 Ponce de Leon Blvd. Suite 501	Coral Gables, FL. 33134
Lilian Pedroso Rionda	901 Ponce de Leon Blvd. Suite 501	Coral Gables, FL. 33134
Manuel Rionda	901 Ponce de Leon Blvd. Suite 501	Coral Gables, FL. 33134

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The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than 3(three).

Article 6. Officer. The Officers of the Corporation shall consist of a Chairman, Vice Chairman, Secretary and Treasurer. These officers shall also be Directors. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed in the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Lilian Pedroso Rionda	901 Ponce de Leon Blvd. Suite 501	Coral Gables, Fl. 33134
Manuel Rionda	901 Ponce de Leon Blvd. Suite 501	Coral Gables, Fl. 33134
Fernando R. Rodriguez	901 Ponce de Leon Blvd. Suite 501	Coral Gables, Fl. 33134

Article 7. Incorporator. The names and addresses of the incorporator of this corporation is:

Fernando R. Rodriguez 901 Ponce de Leon Blvd. Suite 501 Coral Gables, Fl. 33134

Article 8. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Article 9. Corporate Address. The street address of the Corporation's initial principal office is:

901 Ponce de Leon Blvd.
Suite 501
Coral Gables, Fl. 33134

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IN WITNESS WHEREOF, the undersigned have signed the Articles of Incorporation on this day of 29th of September, 2003.

Fernando Rodriguez

(Signatures of Incorporators)

Acknowledged before me on 29th 2003 by Fernando Rodriguez
(date) (name)

who are is personally known to me/ produced (document)

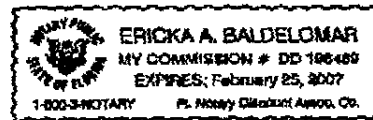
as identification, and who executed the foregoing Articles of Incorporation and acknowledged to me and before me that she/he executed said instrument for the purposes therein expressed.

E. Baldeomar

NOTARY PUBLIC-STATE OF FLORIDA

I accept designation as Registered Agent:

Fernando Rodriguez



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