

N04000006250

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.

(((H04000131862 3)))

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

04 JUN 23 PM 2:24

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

international children's fund 365, inc.

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H04000131862
04 JUN 23 PM 2:24

ARTICLES OF INCORPORATION

OF

INTERNATIONAL CHILDREN'S FUND 365, INC.

The undersigned subscribers to these Articles of Incorporation, hereby form a
Not for Profit Corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: International Children's Fund 365, Inc.

ARTICLE II. PURPOSE

This corporation is organized as a not for profit corporation for charitable,
benevolent, educational, scientific purposes and to create, edit, promote, produce,
and distribute calendars with the proceeds thereof to be distributed to children's
charities and for the purpose of transacting any or all lawful business. The general
nature of the businesses to be transacted by this corporation shall include, but not
limited to:

To engage in the production, distribution and promotion of calendars.

To conduct business in, have one or more offices in, and buy, hold mortgage,
sell, convey, lease or otherwise dispose of real and personal property, including
franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in
all other states, districts, territories, countries or colonies. To contract debts and
borrow money, issue and sell or pledge bonds, debentures, notes and other evidences
of indebtedness, and execute such mortgages, transfers of corporate property or other
instruments to secure the payment.

H04000131862

Amaro, Rosa Elvira Cartagena, and Jose R. Amaro.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 9035 N.W. 121 Street, Hialeah, Florida. The name of the initial Registered Agent of this corporation is Amilcar Amaro 9035 N.W. 121 Street, Hialeah, Florida.

The Board of Directors, may from time to time, move the registered office to any other address in Florida.

ARTICLES VI. DIRECTORS

This corporation shall have three director(s) initially. The number of directors may be increased or decreased from, time to time in such a manner as may be prescribed by the By-Laws, but shall never be less than three (3).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scripts, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, chosen in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trust, or persons, public or private, or by the government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to do any or all things herein before set forth to the same extent as natural persons might or could do.

ARTICLE III. MEMBERSHIP

The initial number of members in this corporation is three (3), to wit Amilcar

shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights occurring to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper cause even though not specifically herein provided for.

No contract of other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation pecuniary or otherwise interested in, or are directors or officers of, such other corporation; and director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation which is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

**ARTICLE VII.
INITIAL DIRECTORS AND OFFICERS**

The names and street addresses of the initial directors and initial officers of this corporation are:

Amilcar Amaro (Director)
President
9055 N.W. 121 Street
Hialeah, Florida 33018

Rosa Elvira Cartagena (Director)
Vice President/Secretary
1940 Biarritz Drive
Apt. 18
Miami Beach, Florida 33141

Jose R. Amaro (Director)
Treasurer
9055 N.W. 121 Street
Hialeah, Florida 33018

**ARTICLE VIII.
INCORPORATOR**

The name and street address of the incorporator being subscriber to these Articles of Incorporation is:

Amilcar Amaro (Director)
9055 N.W. 121 Street
Hialeah, Florida 33018

**ARTICLE IX.
REGULATION OF INTERNAL AFFAIRS AND MEMBERSHIP**

The Internal affairs of the corporation shall be decided by a majority vote of the members of the vote of directors. Termination of members shall automatically occur upon the death, or the filing of a voluntary or involuntary petition in bankruptcy or upon the vote of a majority of directors. In the event of termination of the corporation as provided by law or in the By-Laws, the assets of the corporation shall be distributed

pro-rata among its members. Membership shall not be transferable. The initial members of the corporation shall be:

Amilcar Amaro
9055 N.W. 121 Street
Hialeah, Florida 33018

Rosa Elvira Cartagena
Vice President/Secretary
1940 Biarritz Drive
Apt. 18
Miami Beach, Florida 33141

Jose R. Amaro (Director)
Treasurer
9055 N.W. 121 Street
Hialeah, Florida 33018

Membership shall be evidenced by membership certificates.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation on this 23 day of April, 2004.



Amilcar Amaro

STATE OF FLORIDA)
) SS.
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Amilcar Amaro who produced F.D. Lic. # A 560-000-76-150-D as identification who executed the foregoing Articles of Incorporation and acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal

in the State and County aforesaid, on this _____ day of June, 2004.


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



Ada Calle-Garcia
MY COMMISSION # BD256272 EXPIRES
November 22, 2007
BONDED TRUSTEES FAIN INSURANCE, INC.

TOTAL P.09

H04000131862

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First: That International Children's Fund 365, Inc. is desiring to organize as a not for profit corporation with principal place of business at the City of Hialeah, State of Florida, has named Amilcar Amaro located at 9055 N.W. 121 Street, Hialeah, Florida 33018 as its agent to accept service of process within Florida.

Signature: _____



Title: President

Date: June 23, 2004

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 JUN 23 PM 2:25

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

Signature: _____



Date: June 23, 2004

H04000131862