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FLORIDA NON-PROFIT CORPORATION

prevention corazones unidos newspaper corp.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

July 22, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: PREVENTION CORAZONES UNIDOS NEWSPAPER CORP.  
REF: W04000028071

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article VIII states there will be 4 director(s), whereas 1 is/are listed.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton  
Document Specialist  
New Filings Section

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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W04000150526

ARTICLES OF INCORPORATION  
OF  
PREVENTION CORAZONES UNIDOS NEWSPAPER CORP.

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

PREVENTION CORAZONES UNIDOS NEWSPAPER CORP.

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ARTICLE II

The principal place of business and the mailing address of this corporation shall be:

1325 W. 68<sup>th</sup> STREET #512  
HIALEAH, FL 33014

ARTICLE III

The purpose for which the corporation is formed, and the business and the objects to be carried on and prompted by it, are as follows:

1. The purpose for which the corporation is organized is to receive and maintain real or personal property or both and subject to the restriction and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes either directly or by contributions to organizations that qualify as exempt organization under section 501 ( c ) ( 3 ) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
2. The specific purpose for which the corporation is organized shall be:  
To distribute free publications to the community making awareness and prevention of HIV/AIDS and HIV/AIDS related diseases.
3. To erect and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.
4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.
5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed and to hold, use and dispose of the same.

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6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business and to secure loans by mortgage, pledge, deed of trust or other lien.
7. To apply for, obtain and contract with any federal, state or local agency for direct loan or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
8. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or on connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.
9. No part of the net earnings of the corporation shall inure to the benefit inure to the benefit or, or be distributable to any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on each propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.
10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 ( c ) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or any organization, contributions to which are deductible under Section 170 ( c ) (2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.
11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, disposes of all of the assets of the corporation exclusively for the purposes of the corporation such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 ( c ) (3) of the Internal Revenue code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not to disposed of shall be disposed of by the Circuit Court of Miami Dade , Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.

12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

The by-laws may impose other conditions of membership from time to time.

#### ARTICLE IV

The manner in which the directors are elected or appointed shall be by Annual Meeting of all members at which time new directors will be re-elected:

SIXTO R. ACEVEDO  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

PRESIDENT, VICE-PRESIDENT  
SECRETARY AND TREASURER

#### ARTICLE V

The name and address of the initial registered agent shall be:

SIXTO R. ACEVEDO  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

#### ARTICLE VI

The name and address of the incorporator of Article of Incorporation shall be:

SIXTO R. ACEVEDO  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

ARTICLE VII

The affairs of the corporation shall be managed by a President, Vice-President, Secretary and a Treasurer and such other Officer as may from time to time be created by the Board of Directors. The name of the Officers and the office they shall hold until the first election shall be:

SIXTO R. ACEVEDO  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

PRESIDENT, VICE-PRESIDENT

JUAN GONZALEZ  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

SECRETARY

YAARI GUEDEXZ  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 3301

TREASURER

ARTICLE VIII

The members of the Board of Director shall never be less than (3) in number. Initially the Board of Directors shall consist of three (3) person whose names and addresses are as follows and who shall serve as Directors until the first election:

SIXTO R. ACEVEDO  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

PRESIDENT, VICE-PRESIDENT

JUAN GONZALEZ  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 33014

SECRETARY

YAARI GUEDEXZ  
1325 W. 68<sup>TH</sup> STREET #512  
HIALEAH, FL 3301

TREASURER

ARTICLE IX

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments of the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the officers of this Corporation, to abide by the by-laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provide that said by-laws shall not discriminate or be applied in any member which may be contrary to the purpose described in these Articles of Incorporation as an organization exempt from taxation under Section 501 ( c ) ( 3 ) of the Internal Revenue Code.

ARTICE X

The by-laws of the corporation may be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

ARTICLE XI

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the by-laws.

The undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup> day of July of the year 2004.

  
INCORPORATOR

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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 statements in designating the registered officer/registered agent, in the State of Florida.

First that:

PREVENTION CORAZONES UNIDOS NEWSPAPER CORP.

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named:

SIXTO R. ACEVEDO

Located at: 1325 W. 68<sup>th</sup> Street #512 of Hialeah, Florida, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COROPORATION 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: Sixto R. Acevedo  
REGISTERED AGENT

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