

N05000002587

Rev. Nelson Máiquez

1350 Stillwater Drive
Miami Beach Florida 33141

(Address)

(City/State/Zip/Phone #)

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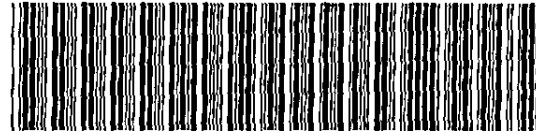
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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March 7, 2005

REV. NELSON MAIQUEZ
1350 STILLWATER DR
MIAMI BCH, FL 33141

SUBJECT: ST LAZARUS COMMUNITY AND ACTIVITIES CENTER, INC.
Ref. Number: W05000008963

You failed to make the correction(s) requested in our previous letter.

You must list the corporation's principal office and/or a mailing address in the document.

PLEASE LIST THE PRINCIPAL OFFICE AND/OR MAILING ADDRESS OF THE CENTER IN ARTICLE I WITH THE NAME.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 705A00012063



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 21, 2005

REV. NELSON MAIQUEZ
1350 STILLWATER DR
MIAMI BCH, FL 33141

SUBJECT: ST LAZARUS COMMUNITY AND ACTIVITIES CENTER, INC.
Ref. Number: W05000008963

We have received your document for ST LAZARUS COMMUNITY AND ACTIVITIES CENTER, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 705A00012063

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ST LAZARUS COMMUNITY AND ACTIVITIES CENTER, INC.

ARTICLES OF INCORPORATION

We, the undersigned, Nereida de Jesus Espinosa, 1772 NW 3rd Street, Miami, Florida 33125; Rev. Nelson Máiquez, 1350 Stillwater Drive, Miami Beach, Florida 33141; and Alejandro Raimundez, C.P.A., 2511 SW 23rd Terrace, Miami, Florida 33145, citizens of the United States of America and over 21 years of age, have come together to form a not-for-profit corporation under the Non-Profit Corporation Law of the State of Florida, and do hereby adopt the following articles of incorporation:

01. The name of the corporation shall be ST LAZARUS COMMUNITY AND ACTIVITIES CENTER, INC., hereinafter in these articles called by this name or referred to as the "Center".
02. The Center is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, as the making of distributions to organizations that also qualify as Section 501 (c)(3) exempt organizations. To this end, the Center shall have the following programs: adult day Care, senior dinning, adult education, child care, after school, and other programs and services whose functions are to meet the needs of the community. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.
03. The Center shall have no capital stock and shall not operate for profit.
04. No part of the net earnings of the Center shall inure to any trustee of the Center not qualifying as exempt under Section 501 (c)(3) of the

Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any trustee of the Center, nor to any other private persons, excepting solely such reasonable compensation that the Center shall pay for services actually rendered to the Center, or allowed by the Center as a reasonable allowance for authorized expenditures incurred on behalf of the Center.

05. No substantial part of the activities of the Center shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Center shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

06. Notwithstanding any other provision of these articles, the Center shall not carry on any other activities not permitted to be carried on by a Center exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

07. The Center shall not lend any of its assets to any trustee of this Center or guarantee to any person the payment of a loan by a trustee of this Center.

08. The Center shall be an independent organization and not be affiliated with any other organization.

09. The address of the principal office of the Center is: 1778 NW 3rd Street, Miami, Florida, 33125; and the mailing address of the Center is PO BOX 350820, Miami, FL 33135.

10. The Center shall carry out its activities mainly in Miami-Dade County and/or any of the cities incorporated of the same, in this State of Florida, but the operations of the Center shall not be limited to such territory.

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11. The period of duration of the Center is perpetual.
 12. The Center shall have no voting members. The management and affairs of the Center shall be at all times under the direction of a Board of Trustees, whose operations in governing the Center shall be defined by Center's By-Laws. No trustee shall have any right, title, or interest in or any property of the Center.
 13. The Board of Trustees shall consist of at least five (5) members who must be residents of the State of Florida and citizens of the United States of America.
 14. The Board of Trustees is the only organ empowered to amend the articles of incorporation of the Center.
 15. The Board of Trustees is the only organ empowered to formulate and amend the By-Laws of the Center.
 16. Upon the time of dissolution of the Center, assets shall be distributed by the Board of Trustees, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Center, for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, to one or more not-for-profit charitable corporation that are organized and operated exclusively for purposes like the Center.
 17. No Trustees of the Center shall be personally liable for the debts or obligations of the Center, nor shall any of the property of the Trustees be subject to the payment of the debts or obligations of the Center.
 18. The Center does not discriminate based on origin, race, color, sex, sexual orientation, age, and/or religion.

19. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

The names and addresses of the members of the Board of Trustees and of the Officers who shall conduct the affairs of the Center until they are replaced in accordance with the articles of incorporation and by-laws are:

Rev. Nelson Máiquez President	1350 Stillwater Drive Miami Beach Florida 33141
Robert Escalona Vice-President	5515 SW 4 th Street Miami Florida 33134
Charles Mc Ewan Secretary	PO Box 15496 Miami Florida 33101 (Home address protected by F.S.CH.119 – law enforcement)
Alejandro Raimundez, C.P.A. Treasurer	2511 SW 23 rd Terrace Miami Florida 33145
Nereida de Jesus Espinosa Trustee and Chief Executive Director	1772 NW 3 rd Street Miami Florida 33125

The Registered Agent of the Center is:

Nereida de Jesus Espinosa

street address: 1772 NW 3rd Street
Miami FL 33125

mailing address: PO Box 350820
Miami FL 33135-0820

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF ACCEPTANCE

I, Nereida de Jesus Espinosa, hereby am familiar with and accept the duties and responsibilities of Registered Agent.



Nereida de Jesus Espinosa
1772 NW 3rd Street
Miami FL 33125

March 1, 2005