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FLORIDA NON-PROFIT CORPORATION

inter-american division, inc.

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

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**ARTICLES OF INCORPORATION OF THE
INTER-AMERICAN DIVISION, INC.**

VOTED, To adopt the "*Articles of Incorporation of the Inter-American Division, Inc.*"
as follows:

**ARTICLES OF INCORPORATION OF
INTER-AMERICAN DIVISION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as Incorporator of a Not for Profit Corporation pursuant to Chapter 617, Florida Statutes and Section 501 (c) (3) of the Internal Revenue Code, hereby adopts the following Articles of Incorporation.

Article I - Name

The name of the corporation shall be Inter-American Division, Inc.

Article II - Term of Existence

This corporation is to exist perpetually but subject to the provisions provided for dissolution of same.

Article III - Commencement of Existence

The corporation shall be deemed to commence its existence on the date of filing of same.

Article IV - Purpose

This corporation is formed for the purpose of diffusing moral and religious knowledge throughout the entire world by means of churches, organizations, publishing houses, medical or health institutions, educational institutions, publications, missionary agencies, and all other instrumentalities and methods appropriate and available for and tending to the advancement of such ends and aims and, to that end, receive loans, gifts, deposits of money; have the power to issue notes, to grant annuities, make loans, acquire, possess and hold title to real, personal and mixed property and estates in the State of Florida, United States of America or foreign countries, either in trust or otherwise, by gift, bequest, devise, or purchase and to have power to pledge, encumber, sell and convey the same by such mortgages or other instruments of security or conveyance as may be suitable. Nevertheless, it is expressly declared that this corporation is not for profit or gain but that all its property and effects must be used and expended in carrying into effect the aims, ends, and objects of its existence.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, nor shall it participate nor intervene in any political campaign on behalf of any candidate for public office.

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DIVISION
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Article V - Board of Trustees

The powers of the corporation shall be exercised, its property controlled and its affairs conducted by a Board of Trustees who shall be elected in accordance with the Bylaws of the corporation which Board shall be composed of not less than three (3) members provided that the number may be increased as provided in the Bylaws.

The names and addresses of the persons who are to serve as the Trustees until the first annual meeting of the corporation shall be: Israel Leito, 8100 SW 117 Ave., Miami, Fl. 33183, Filiberto Verduzco, 8100 SW 117 Ave., Miami, Fl. 33183 and Juan Perla, 8100 SW 117 Ave., Miami, Fl. 33183.

Article VI - Officers

The Officers of the corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer, any additional Assistant Secretaries or Treasurers and such other Officers as may be provided in the Bylaws. A person may hold more than one office at one time.

The names and address of the persons who shall serve as the initial Officers of the corporation until the first meeting of the Board of Directors shall be: President, Israel Leito, 8100 SW 117 Ave., Miami, Fl. 33183, Treasurer, Filiberto Verduzco, 8100 SW 117 Ave., Miami, Fl. 33183 and Secretary, Juan Perla, 8100 SW 117 Ave., Miami, Fl. 33183.

Article VII - Bylaws

The Board of Trustees shall provide the Bylaws for the conduct of the corporation's affairs and the carrying on of its purposes.

Upon proper notice, the Bylaws may be amended, altered or rescinded as therein provided.

Article VIII - Dissolution

The corporation may be dissolved pursuant to the provisions of the Bylaws. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this corporation all its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to General Conference Corporation of Seventh Day Adventists provided said entity qualifies for exemption under Section 501 (c) (3) of the Internal Revenue Code and none of the assets will be distributed to any member, officer or director of this corporation. In the event the General Conference Corporation of Seventh Day Adventists has ceased to qualify for exemption under Section 501 (c) (3) of the Internal Revenue Code, the Board of Trustees will determine an alternate entity to receive the distribution provided that said entity qualifies under Section 501 (c) (3) of the Internal Revenue Code.

Article IX - Limitations on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code.

Article X - Initial Registered Office and Agent

The initial principal office of the corporation shall be:
8100 SW 117 Ave., Miami, Fl. 33183 and the name and address of the initial Registered Agent shall be: CT Corporation System, 1200 S. Pine Island Rd., Plantation, Fl. 33324.

Article XI - Incorporator

The name and address of the incorporator of this corporation shall be: Israel Leito, 8100 SW 117 Ave., Miami, Fl. 33183.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal this 24 day of June, 2004,
2004 for the purposes of forming this corporation not for profit

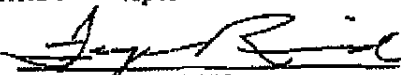
under the laws of the State of Florida.



ISRAEL LEITO

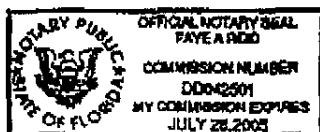
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared
Israel Leito, personally known or identified by: _____
who, on this 24th day of June, 2004, acknowledged
before me that he executed these Articles of Incorporation.



NOTARY PUBLIC

My commission expires:



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

First, that INTER-AMERICAN DIVISION, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named CT Corporation System, located at 1200 S. Pine Island Rd., Plantation, Fl. 33324 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 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.

Barbara A Burke

REGISTERED AGENT
CT CORPORATION SYSTEM

**BARBARA A. BURKE
SPECIAL ASSISTANT SECRETARY**

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SECTION
DIVISION

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