

N050000/0031

(Requestor's Name)

(Address)

(Address)



100059931411

Nelson J. Helario
690 nw 60th Street Apt 402
Miami, Florida 33127
(Business Entity Name)

09/29/05--01019--008 **78.25

(Document Number)

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**ARTICLES OF INCORPORATION
OF
FUNDACION MARTHA PENA, INC
(NON PROFIT ORGANIZATION)**

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ARTICLE I

The name of this nonprofit corporation is:

FUNDACION MARTHA PENA, INC

ARTICLE II

The term for which this corporation shall exist, shall be perpetual. The principal place of business and the mailing address of the non-profit organization shall be 690 NW 60th Street Apt. 402 Miami, Florida 33127.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

- a. To foster, support, and engage in activities relative to ecological and environmental issues, sustainable socio-economic development, appropriated technology, progress and ideals, including any and all activities, which are lawful and appropriate in accordance
- b. With the laws of the State of Florida and Dominican Republic. The organization shall engage in activities and programs that serve the Dominican communities in the United States and Dominican Republic, and which serve to promote environmental safety, cultural and human development, mutual understanding, and public service in both countries.
- c. To engage in any activity permitted under the laws of the United State of America, its territories, districts, and possessions, and any activity permitted under the Laws of the State of Florida, and to have, exercise, and enjoy the powers and privileges granted to corporations not for profit by chapter 617, Florida Statutes.
- d. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, of the attainment of any of the objects, or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to/or growing out of connected with the

aforesaid business of powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this corporation is organized.

ARTICLE IV

PURPOSE OF CORPORATION

The purposes for which **FUNDACION MARTHA PENA, INC;** is organized are exclusively charitable, scientific, literary and educational purposes, including , for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of section 501©(3)of the Internal Revenue Code of 1986 or the organization shall establish the following objectives:

- 1) To research alternative ways and means to upgrade Fundacion Martha Pena.
- 2) To seek funds for the implementation of ecological projects in Dominican Republic.
- 3) To assist local communities in enhancing their socio-ecological status, and to work in cooperation with the central and local governments to implement a national environmental plan of action.

ARTICLE V

No part of the net earning of the organization shall inure to the benefit of, or be distributable to its member, trustees, officer, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene (Including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carries on (a) by an organization exempt from federal income tax under section 501 © (3) of the Internal Revenue code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170© (2) of the Internal Revenue code or corresponding section of any future federal tax code.

ARTICLE VI

Members shall qualify for admission, and shall be admitted as members, in accordance With the by-laws of this Corporation. A two- thirds vote of the membership shall be required for the election of new directors or for the removal of current directors annually, during the month of December, the membership shall elect, from among those nominee previously approved by the **Executive Committee** of the board, Those members receiving the highest number of votes as there are vacancies.

ARTICLE VII

Election and Term

Annually, during the month of September, the membership shall elect, from among those nominees previously approved by the **Executive committee** of the board. Those members receiving the highest number of vote as there are vacancies. Each elected be re-elected for an additional three (3) year term.

ARTICLE VIII

The street address of the registered office of this corporation is 690 NW 60th Street Apt. 402 Miami, Florida 33127.

ARTICLE IX

This corporation shall have as directors whose persons designated in this article below. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than seven (7) nor; more than twenty one (21). The names and addresses of the directors of this corporation are:

NAME

ADDRESS

Nelson J. Hilario, President
Priamo Alejandrino Reyes, Vice-President
Patricia Alexandra Reyes, Treasurer
Manuel Antonio Romero, Secretary

690 NW 60th Street apt. 402 Miami, Fl. 33127
1767 NW 32nd Street Miami, Florida 33142
1767 NW 32nd Street Miami, Florida 33142
1767 NW 32nd Street Miami, Florida 33142

ARTICLE X

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes with the meaning of section 501© (3) of the Internal Revenue code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the court shall of common pleas of the country in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLES XI

LIMITATION OF CORPORATE POWER

The corporate powers of this corporation are as provided in section 617. 0302, Florida Statutes, unless limited as follows: as Florida Statutes Provide.

ARTICLE XII

Certificate of Designation Registered Agent / Registered office.
Pursuant to the provision of section 607.325, Florida statutes, the Undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered Office / registered agent, in the Stated of Florida. The name and address of the initial registered agent and office is:
NELSON J. HILARIO, 690 NW 60TH STREET APT. 402 MIAMI, FL 33127.

Designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of duties.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21ST DAY OF SEPTEMBER, 2005.

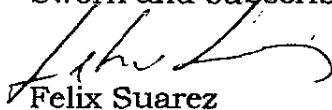


NELSON J. HILARIO, PRESIDENT

The foregoing instrument was acknowledged before me this 21st day of September 2005, By **Nelson J. Hilario**, who are personally known to me or who has produced (Type of identification) Florida Driver Licenses as Identification.

State of Florida
County of Dade

Sworn and subscribed before me this 21st day of September, 2005.



Felix Suarez
Notary Public
State of Florida at large



Felix Suarez
Commission #DD307441
Expires: Apr 06, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires

IN WITNESS WHEREOF, the undersigned incorporator (s) has executed These Articles of Incorporation this September 21, 2005. The name and address of the person signing these articles are:

The name and address of the person signing these articles is

Nelson J. Hilario, President 690 NW 60 Street Apt 402 Miami, Fl. 33127

Priamo Alejandrino Reyes, Vice-president 1767 NW 3rd Street Miami, Fl. 33142

Patricia Alexandra Reyes, Treasurer 1767 NW 3rd Street Miami, Fl. 33142

Manuel Antonio Romero, Secretary 1767 NW 3rd Street Miami, Fl. 33142

STATE OF FLORIDA)
COUNTRY OF DADE) SS:

BEFORE ME, a notary public authorizes to take acknowledgment in this State and country set forth above, personally appeared **Nelson J. Hilario, Priamo Alejandrino Reyes, Patricia Alexandra Reyes and Manuel Antonio Reyes** known to me and known by me to be the persons who executed these articles of incorporation. And they acknowledged before me that they executed these articles of incorporation

ARTICLE XIII

In compliance with section 48.091, Florida statues, the following is submitted: FUNDACION MARTHA PENA, INC. desiring to organize or qualify under the laws of the state of Florida with its principal place of business at: 690 NW 60 ST. APT. 402 MIAMI, FL 33127. Having been named to accept service of the above-stated corporation, at the place

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