

✓ N05000010305

William Dwyer

(Requestor's Name)

19720 NW 44 Ave.

(Address)

(Address)

Miami, FL 33055

(City/State/Zip/Phone #)

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Municipio De Yaguajay en el Exilio Inc.

(Business Entity Name)

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W. Burch OCT 8 2005

ARTICLES OF INCORPORATION
OF
MUNICIPIO DE YAGUAJAY EN EL EXILIO, INC.

A Florida Non-Profit Organization

The undersigned incorporator hereby forms a corporation under the laws of the
State of Florida.

ARTICLE I
Name

The name of this Corporation shall be:

MUNICIPIO DE YAGUAJAY EN EL EXILIO, INC.

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ARTICLE II
Purpose

The Specific and primary purpose for which this corporation is formed shall be to Promote fellowship of the Cubans Exiled in USA and Worldwide and, to keep our Folklore and Family Values, and to improve the quality of life of members of our communities. This corporation will be engage in any other activity or business lawfully permitted under the laws of the United States, the State of Florida or any Country, Territory or Nation.

ARTICLE III
Address

The address of the principal office of this corporation shall be 19720 NW 44 Ave. Miami Fl. 33055, and the mailing address shall be the same.

ARTICLE IV
Benefit

The property of this corporation shall never inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE V
Directors

The Corporation shall never have less than four directors nor more than fifteen directors. The directors are elected at the annual meeting.

ARTICLE VI
Name/Address of the Board of Directors

The names and address of the initial Board of Directors of the corporation who shall hold office for the first year of the corporation, or until theirs successors are elected or appointed are:

William Dwyer/ President
19720 NW 44 Ave.
Miami, Fl. 33055

Angela Maritza Dwyer./Vice-President/Treasurer
19720 NW 44 Ave.
Miami Fl. 33055

Jorge Diaz/Secretary
19720 NW 44 Ave.
Miami Fl. 33055

ARTICLE VII
Name/Address of Incorporator

The name and street address of the incorporator to these Articles of Incorporation are:

William Dwyer
19720 NW 44 Ave.
Miami, Fl. 33055

ARTICLE VIII
Name/Address of initial Registered Agent

The initial registered office and the name of the initial registered agent is:

William Dwyer
19720 NW 44 Ave.
Miami, Fl. 33055

ARTICLE IX
Powers

(a) BOARD OF DIRECTORS: The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of directors. The initial number of directors of the corporation shall be four, provided, however, that such number may be changed by a bylaw duly adopted by the corporation.

The directors named in Article VII shall hold office until such time as an election of directors shall be held.

Directors elected at the first annual meeting, shall serve for the term of one year until the annual meeting of members following the election of directors and until the qualification of the successors in office.

(b)CORPORATE OFFICERS: The Board of Directors shall elect the following officers: President, Vice-President, Treasurer and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Such officers shall be initially elected at the first annual meeting of the board of directors.

ARTICLE X Dissolution

Upon the dissolution or liquidation of this corporation, its assets remaining after payment of or providing for all liabilities, contingent or otherwise, will be disposed or distributed exclusively not for profit purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue code of 1954, or corresponding provision of any future United States Internal Revenue Law, in accordance with the decision of the board of directors of this corporation. Any assets not so disposed of or distributed by the board of directors, or the proper court with jurisdiction, will be disposed or distributed exclusively to such organization(s) to be determined by the court, which are organized and operated exclusively for such purposes.

ARTICLE XI Exclusively

MUNICIPIO DE YAGUAJAY EN EL EXILIO, INC.. is organized exclusively for Charitable and Educational purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE XII

Prohibition

No part of the earnings of the earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 distributions in furtherance of the purposes set forth in the purposes clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (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 carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE XIII

Indemnity

In order to induce officers or directors of the corporation to serve or continue to serve as such, the corporation shall indemnify and hold harmless each person who heretofore has served or 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 as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of this 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 such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided that no person 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 willful misconduct in the performance of his duties.

The board of directors is hereby authorized to obtain directors and officers liability insurance covering acts heretofore and hereafter occurring and to pay for same from funds of the corporation.

The rights accruing 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 case even though not specifically herein provided for.

ARTICLE XIV Election

The Board of Director and its officers shall be elected every year according instructions stated in the By-Laws.

IN WITNESS WHEREOF, the undersigned of MUNICIPIO DE YAGUAJAY EN EL EXILIO, INC., being the incorporator of this corporation, for the purpose of forming this organization under the laws of the State of Florida, has executed these articles of incorporation on this 23rd day of September of 2005, at Miami Dade, Florida.

INCORPORATOR: _____


WILLIAM DWYER

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF
PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

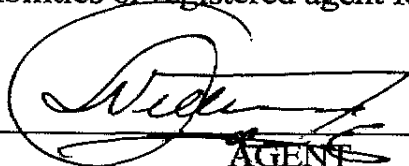
In pursuance of Florida Statutes, the following is submitted, in compliance with
said act:

That MUNICIPIO DE YAGUAJAY EN EL EXILIO, INC.. desiring to organize
under the laws of the State of Florida with its principal office, as indicated in the
Articles of Incorporation at the City of Miami, Miami Dade, State of Florida, has
named WILLIAM DWYER, located at 19720 NW , Miami Fl. 33055, as its agent
to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept the appointment, agree to
act in this capacity, and familiar with and hereby accept the duties and
responsibilities of registered agent for said corporation.

SIGNED BY:


AGENT

Given in this 23rd day of September of 2005 at Miami Dade State of
Florida, United States of America.