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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ADEJAX, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Juan Antonio León  
Name (Printed or typed)

423 Southern Branch Lane  
Address

Jacksonville, FL 32259-5291  
City, State & Zip

(904) 230-6696  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

## **Articles of Incorporation**

A Non Profit Organization  
Of  
ADEJAX, INC.  
Pursuant to Chapter 617.0202, F.S.

06 APR -4 PM 4:02

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

### **Article I**

**The name of the corporation is:**

ADEJAX, INC.

### **Article II**

**The principal place of business and mailing address of the corporation is:**

423 Southern Branch Lane  
Jacksonville, FL 32259-5291

### **Article III**

**The specific purposes of which the corporation is organized:**

Said corporation is organized exclusively for the following purposes:

1. With educational and cultural purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. To assist the members of the Ecuadorian community in Duval, Nassau, St. Johns, Clay, Putnam and Flagler counties in the State of Florida to comply with the Federal and State Laws.
3. To promote the Ecuadorian culture and customs to the general population residing at the counties mentioned above.
4. To serve as liaison between the Ecuadorian nationals residing in Northeast Florida and the Ecuadorian diplomatic authorities designated by the Foreign Ministry in Quito, Ecuador who represent the Republic of Ecuador in the United States of America and its territories.
5. To maintain Ecuadorian culture and customs among the members of this organization by implementing educational and recreational activities.
6. To support the Ecuadorian community in northeast Florida in its cultural and educational activities.

#### **Article IV**

**The names and addresses of the persons who are Initial Trustees of the corporation are as follows:**

Juan Antonio León	423 Southern Branch Lane., Jacksonville, FL 32259-5291
Gonzalo Salvador	25205 Harbour Vista Circle., St. Augustine, FL 32080

#### **Article V**

**Registered active voting members are as follows:**

Any person resident of Duval, St. Johns, Nassau, Clay, Putnam counties in Florida without distinction of race, nationality, sex or beliefs, who adheres to the specific purposes of this corporation as described in Article First hereof, and whose information, such as name and place of residence, is registered with the Initial Registered Agent of the corporation.

#### **Article VI**

**The manner in which the officers are elected or appointed:**

Initial officers shall serve their term until the Annual Meeting to take place during the first week of August 2007. If one of the initial officers resigns, the initial trustees shall appoint a replacement. The term of the officers elected in the August 2007 Annual Meeting shall start immediately after their election and expire after one (1) year from the date of the Annual Meeting or until elections are called by the Initial Trustees. Only the "Registered active voting members" as defined in Article Fifth hereof, are eligible to vote at the elections to be held at the Annual Meeting.

#### **Article VII**

**The name and addresses of the Initial Officers of the Corporation are as follows:**

Juan Antonio León President	423 Southern Branch Lane., Jacksonville, FL 32259-5291
Gonzalo Salvador Vice President	25205 Harbour Vista Circle., St. Augustine, FL 32080
José Gomez Secretary	633 Grand Parke Dr. Jacksonville, FL 32259
Patricia León Treasurer	581 Grand Parke Dr., Jacksonville, FL 32259

#### **Article IV**

**The names and addresses of the persons who are Initial Trustees of the corporation are as follows:**

Juan Antonio León     423 Southern Branch Lane., Jacksonville, FL 32259-5291  
Gonzalo Salvador     25205 Harbour Vista Circle., St. Augustine, FL 32080

#### **Article V**

**Registered active voting members are as follows:**

Any person resident of Duval, St. Johns, Nassau, Clay, Putnam counties in Florida without distinction of race, nationality, sex or beliefs, who adheres to the specific purposes of this corporation as described in Article First hereof, and whose information, such as name and place of residence, is registered with the Initial Registered Agent of the corporation.

#### **Article VI**

**The manner in which the officers are elected or appointed:**

Initial officers shall serve their term until the Annual Meeting to take place during the first week of August 2007. If one of the initial officers resigns, the initial trustees shall appoint a replacement. The term of the officers elected in the August 2007 Annual Meeting shall start immediately after their election and expire after one (1) year from the date of the Annual Meeting or until elections are called by the Initial Trustees. Only the "Registered active voting members" as defined in Article Fifth hereof, are eligible to vote at the elections to be held at the Annual Meeting.

#### **Article VII**

**The name and addresses of the Initial Officers of the Corporation are as follows:**

Juan Antonio León     423 Southern Branch Lane., Jacksonville, FL 32259-5291  
President

Gonzalo Salvador     25205 Harbour Vista Circle., St. Augustine, FL 32080  
Vice President

José Gomez     633 Grand Parke Dr. Jacksonville, FL 32259  
Secretary

Patricia León     581 Grand Parke Dr., Jacksonville, FL 32259  
Treasurer

### **Article VIII**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 set forth in the article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **Article IX**

#### **Dissolution:**

Upon dissolution of the corporation, assets shall be distributed 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, or shall be distributed to the federal government, or the state or local government, for public purposes. Any such assets not so disposed of, shall be disposed of by a Court of Competent Jurisdiction of the county 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.

### **Article X**

#### **The Name and address of the Initial Registered Agent is:**

Juan Antonio León  
423 Southern Branch Lane.  
Jacksonville, FL 32259-5291

### **Article XI**

#### **The Name and address of the Incorporator is:**

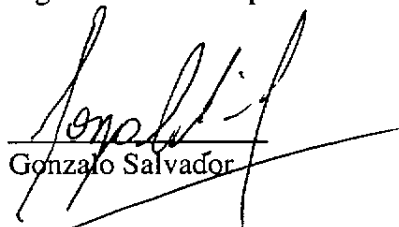
Gonzalo Salvador  
25205 Harbour Vista Circle  
St. Augustine, FL 32080

In witness whereof, we have hereunto subscribed our names this 1<sup>st</sup> day of March, 2006.


06 APR -4 PM 4:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signatures of Incorporator:

  
Gonzalo Salvador03/29/06  
Date

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

  
Juan Antonio León  
Registered Agent03-29-06  
Date