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FLORIDA PROFIT/NON PROFIT CORPORATION

sovereign military hospitaller order of st. john of

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ARTICLES OF INCORPORATION

SOVEREIGN MILITARY HOSPITALLER ORDER OF ST. JOHN OF JERUSALEM OF RHODES AND OF MALTA, CUBAN ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

I. Name

The name of the corporation shall be Sovereign Military Hospitalier Order of St. John of Jerusalem of Rhodes and of Malta, Cuban Association Inc.

II Principal Office

The initial principal office and mailing address of this corporation shall be at Suite 300, 2950 SW 27th Avenue, Miami, Florida 33133.

III. Purpose

The purpose for which this corporation is organized is to operate exclusively for religious, charitable, and educational, sports, athletic and recreational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation shall be a national association of the Sovereign Military Hospitalier Order of St. John of Jerusalem of Rhodes and of Malta.

IV. Board of Directors

A. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors composed of not less than three members who shall be elected as provided in the By-Laws. The number of Directors may be increased or decreased from time to time as the Board may determine, however, the number of Directors shall not be less than three.

B. The initial Board of Directors which shall serve until their successors are appointed and qualified shall be as follows:

H0000011208

Fernando T. Garcia-Chacon
Suite 300, 2950 SW 27th Avenue
Miami, Florida 33133

Juan T. O'Naghten
Suite 300, 2950 SW 27th Avenue
Miami, Florida 33133

Luis M. O'Naghten
Suite 300, 2950 SW 27th Avenue
Miami, Florida 33133

Jose J. Centurion
Suite 300, 2950 SW 27th Avenue
Miami, Florida 33133

VII

Initial Registered Agent and Street Address

The initial registered office of this Corporation shall be Suite 300, 2950 SW 27th Avenue, Miami, Florida 33133 and the initial registered agent of this Corporation at such office shall be Juan T. O'Naghten, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

VIII

Incorporator

The incorporator is Juan T. O'Naghten and his address is Suite 300, 2950 SW 27th Avenue, Miami, Florida 33133.

IX

Dissolution

This Corporation shall be dissolved and its affairs concluded upon either (i) the two-thirds vote of the Corporation's Board of Directors or (ii) upon the written determination by either the Association or the Order. All the property and assets of this Corporation are and shall be irrevocably dedicated to religious, charitable, educational, sports, athletic and recreational purposes meeting the requirements for exemptions provided by Section 501(c)(3) of the Code, as amended. No part of said property or assets shall ever inure to the benefit of any member, director or officer or to the benefit of any private individual or entity. Upon dissolution, winding up or abandonment of the corporation provision for payment of all debts and liabilities of this corporation shall be made to the

extent assets available. If after payment of all such debts and liabilities there remains any corporate assets, such assets shall be distributed for use in furtherance of the purposes of the corporation as set forth, and in particular, shall be applied or distributed to entities in the following order of preference (always subject to restriction that such entity meet the qualifications for exemptions set forth in section 501(c)(3) of the Code): (i) first, to any entity affiliated with the Order of Malta one of which's purpose is providing health and social services to the poor and the needy with emphasis on those residing in Cuba and (ii) if there is no such entity, to the Archbishop of the Roman Catholic Archdiocese of Havana, Cuba, for the purpose of providing assistance to the poor and the needy. Any such assets not so disposed shall be disposed of by the Circuit Court 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ____ day of April, 2006.



Juan T. O'Naghten, Incorporator

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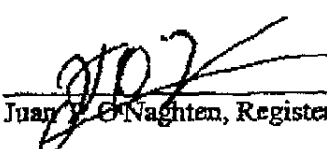
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is Sovereign Military Hospitaller Order of St. John of Jerusalem of Rhodes and of Malta, Cuban Association Inc.

2. The name and address of the registered agent and the registered office is Juan T. O'Naghten, Suite 300, 2950 SW 27th Avenue, Miami, Florida 33133.

Pursuant to Sections 48.091 and 617.0501, Florida Statutes, the undersigned has been named to act as the registered agent of the Corporation at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with all provisions of all statutes relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Date: April __, 2006



Juan T. O'Naghten, Registered Agent

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