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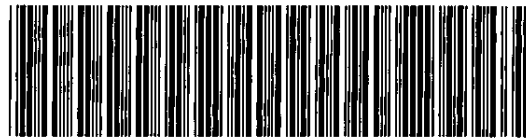
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D. Brown JUL 12 2006

Asociacion Pan y Amor, Inc.

C/o Ana Somarriba
750 Allendale Road
Key Biscayne, FL 33149

July 3, 2006

Re: Articles of Incorporation
Asociacion Pan y Amor, Inc.

Dear Sirs:

Attached please find the application for Articles of Incorporation for Asociacion Pan y Amor, Inc. . Please call me if there are any questions. Cell 305-215-1686.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Ana Somarriba', written in dark ink.

Ana Somarriba
Registered Agent

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ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

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ARTICLE I

The name of the Corporation shall be Asociacion Pan y Amor, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be
2730 S.W. 3rd Avenue, Suite 800, Miami, Florida 33129.

ARTICLE III

The purpose for which this non-stock, non-profit corporation is organized is
providing educational and charitable services.

ARTICLE IV

The directors shall be elected

ARTICLE V

The initial board of directors shall be:

Maria Patricia Somarriba – 255 E. Enid Dr., Key Biscayne, FL 33149

Ana Carolina Somarriba – 750 Allendale Rd., Key Biscayne, FL 33149

Lourdes Porro – 875 N.E. Dahoon Ter., Jensen Beach, FL 34957

Robert M. Lowman – 2730 S.W. 3rd Ave., Suite 800, Miami, FL 33129

Charlotte Somarriba – Casa Numero 48, Reparto Monte Fresco, Km 15 ½ Carr.
Sur, Managua, Nicaragua

ARTICLE VI

The name and Florida Street Address of the registered agent is Ana Carolina
Somarriba at 750 Allendale Rd., Key Biscayne, FL 33149.

ARTICLE VII

The name and address of the incorporator is Ana Carolina Somarriba at 750 Allendale Rd., Key Biscayne, FL 33149.

ARTICLE VIII

Said organization is organized exclusively for charitable, religious, education and scientific 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 corresponding section of any future federal tax code.

ARTICLE IX

No part of the net 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 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 in (including the publishing or distribution of statements) any political campaign on behalf of any candidate of 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(e)(2) of the Internal Revenue code, or corresponding section of any future federal tax code.

ARTICLE X

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(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 disposed of shall be disposed of by the Court of Common Pleas of the county

in which the principal office of the organization is then located, exclusively for such purposes or the such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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 accept the appointment as registered agent and agree to act in this capacity.

Ana Somarriba
Ana Carolina Somarriba, Registered Agent

7-3-06
Date

Ana Somarriba
Ana Carolina Somarriba, Incorporator

7-3-06
Date

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