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FLORIDA PROFIT/NON PROFIT CORPORATION

SAN IGNACIO USA, INC

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**ARTICLES OF INCORPORATION
OF
SAN IGNACIO USA, INC**

WE, the undersigned residents of the State of Florida, being 21 years or more of age, do hereby associate ourselves together for the purpose of forming a non-profit corporation under the statutes of the State of Florida.

**ARTICLE ONE
NAME AND LOCATION**

The name of the corporation shall be SAN IGNACIO USA, INC., and its location shall be 15758 NW 10th Street, Pembroke Pines, Florida 33028, County of Broward, State of Florida

**ARTICLE TWO
DURATION**

The period of duration of this non-profit corporation shall be indefinite.

**ARTICLE THREE
PURPOSE CLAUSE**

The purpose of the corporation shall be to assist students and immigrants who come to the USA and were former students of Jesuit Schools and all other lawful acts within the meaning of Section 501(c)(3) of the Internal Revenue Code. Said corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.

**ARTICLE FOUR
NON-STOCK CORPORATION**

The corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

**ARTICLE FIVE
DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is five and the names and addresses of the person who are to serve as initial directors are as follows:

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<u>NAME (S)</u>	<u>ADDRESS(ES)</u>
Gunter Bostelmann	15758 NW 10 th Street Pembroke Pines, FL 33028
Antonio Torres	1091 Golden Cane Dr Weston, FL 33327
Fidei Flamini	8010 Old Cutler Road Coral Gables, FL 33143
Gonzalo Aguerrevere	4412 NW 97 th Ct Doral, FL 33178
Carlos M. Arenas	2104 NE 44th Street Lighthouse Point, FL 33064

**ARTICLE SIX
ELECTION OF DIRECTORS**

The manner in which the directors are to be elected by the members is as follows: Commencing on November 1, 2007, the election of the directors shall be by a majority of votes of the members of the corporation.

**ARTICLE SEVEN
CORPORATE OFFICERS AND THEIR FUNCTIONS**

The general officers of the corporation shall be President, Vice-President, Secretary and Treasurer.

The principal duties of the President shall be to preside at all meetings of the members and the Board of Directors and to have general supervision of the affairs of the corporation.

The principal duties of the Vice-President shall be to discharge the duties of the President in the event of absence or disability, or any cause whatsoever, of the President.

The principal duties of the Secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereof and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the Board of Directors, and to safely and systematically keep all books, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the Treasurer.

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The principal duties of the Treasurer shall be to keep an account of all monies, credits and property of any and every nature of the corporation which shall come into his hands, and to keep an accurate amount of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to this office, as required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the Board of Directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the Bylaws.

**ARTICLE EIGHT
ELECTION OF OFFICERS**

The officers shall be elected by the Directors, who shall first be elected by the members of the corporation.

**ARTICLE NINE
MEMBERSHIP REQUIREMENTS**

The method and conditions on which members shall be accepted and discharged or expelled shall be as follows:

Each member shall be required to be over 18 years of age.

**ARTICLE TEN
AMENDMENTS**

These articles may be amended in the manner provided by the statute at the time of amendment.

**ARTICLE ELEVEN
INCORPORATORS**

NAME(S)

ADDRESS(ES)

Gunter Bostelmann

15758 NW 10th Street
Pembroke Pines, FL. 33028

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Antonio Torres	1091 Golden Cane Dr. Weston, FL 33327
Fidel Flamimi	8010 Old Cutler Road Coral Gables, FL 33143
Gonzalo Aguerrevere	4412 NW 97 th Ct Doral, FL 33178
Carlos M. Arenas	2104 NE 44 th Street Lighthouse Point, FL 33064

ARTICLE TWELVE

This corporation shall designate Gunter Bostelmann with offices located at 15758 NW 10th Street, Pembroke Pines, Florida 33028 as its duly authorized agent to be in charge of the Corporate Registered Office as required by State Law.

ARTICLE THIRTEEN NET EARNINGS


No part of the net earnings of the corporation shall inure to the benefit, or be distributable to its members, trustee, directors, officers or other private person, except that said corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of IRS Code purposes. No substantial part of the activities of the corporation shall be carrying out of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

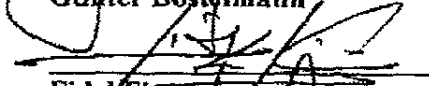
Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code.


ARTICLE FOURTEEN DISSOLUTION


Upon dissolution of this corporation, corporation's assets shall be distributed for one or more exempt purpose with the meaning of Section 501(c)(3) of Internal Revenue Code, i.e. charitable, educational, religious, scientific, 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 public purpose.


I HEREBY ACCEPT THE APPOINTMENT (NO 5000268887)))
REGISTERED AGENT AND AGREE TO ACT
IN THIS CAPACITY.


Gunter Bostmann


Fidel Plamin


Carlos M. Arenas


Antonio Torres


Gonzalo Aguerrevere

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