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12/06/06--01022--001 **78.75

Miami, December 1st, 2006

DIVISION of CORPORATIONS P.O. Box 6327, Tallahassee, FL 32314

Included Check #955 for \$78.75 (Filing Fees - Registered Agent Designation and Certified Copy, and ARTICLES OF INCORPORATION OF

"LA NACIÓN CUBANA EN EL EXTERIOR, INC."
(Non-Profit Florida Corporation)

Thank you,

Humberto L. Machado

Humberto L. Machado 7231 W. Miami Lakes Dr C-13 Miami Lakes, FL 33014



December 8, 2006

HUMBERTO L. MACHADO 7231 W. MIAMI LAKES DRIVE C-13 MIAMI LAKES, FL 33014

SUBJECT: LA NACION CUBANA EN EL EXTERIOR, INC.

Ref. Number: W06000053153

We have received your document for LA NACION CUBANA EN EL EXTERIOR, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2007 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden Document Specialist New Filing Section

Letter Number: 806A00070365

Miami, December 16, 2006

Mrs. Claretha Golden, Document Specialist, New Filing Section Florida Department of State,

Dear Mrs. GOLDEN:

Thank you very much for your courteous letter, dated December 8, 2006. Following your instructions and to satisfy the requirements of The State of Florida, we've re-examined the ARTICLES of INCORPORATION to determine where further clarification may be necessary. As such, we've revised the introduction of ARTICLE III to clearly state the especific purpose of incorporation as follows:

"... to raise funds and resources to help the needed cuban-american communities in THE UNITED STATES of America, and other parts of the World",

Mrs. GOLDEN, being myself a "perfectionist", I'm very grateful for your diligent review of this document and I'm sure that your observation have contributed to make it more precise. THANK YOU!

Expecting that our revision satisfies the requirements, attached are the revised Articles, the Certificate of designation agent & Office, and a copy of the letter No. 806Aoo070365.

Sincerely,

ARTICLES OF INCORPORATION
OF:

"LA NACION CUBANA EN EL EXTERIOR, INC."

We the undersigned, natural persons of the age twenty one (21) years of age or more, acting as incorporators of a Florida corporation under Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I: The name of the corporation shall be:

"LA NACION CUBANA EN EL EXTERIOR, INC."

The initial post office address of the principal office and place of business of this corporation and of each of the subscribers and first officers and Directors is, and shall be:

7231 W. Miami Lakes Dr C-13 Miami Lakes, Florida 33014.

with the privilege of having branch offices at other places without and within the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida.

A R T I C L E II : PERPETUAL, FILING WITH THE SECRETARY OF STATE. This corporation shall exist perpetually unless sooner dissolved according to Law.

ARTICLE III: The specific purpose of incorporation is to raise funds and resources to help the needed cuban-american communities in The UNITED STATES and other parts of the world. The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things permitted or provide by Statutes, and any all of the things herein mentioned, as fully and to the same extent as natural persons might or could do.

a): To devise, evolve, create, produce, manufacture, purchase, sell, import, export and to generally deal in and with, at wholesale or retail, as principals or agents, brokers and jobbers, any material, equipment, or any other tangible matter necessary in order to conduct, organize and coordinating all the efforts, means and resources

obtained or obtainable in order to raise the standard of life, the cultural, social and economic of the community, and general population, dwelling, working, or carrying out any proffesional or commercial business within the geographical boundaries of The United States of America and other territories. Also, in order to administer Social, Civics, as well as educational aid, as well as contribute to the health necessities of the population in general, or any other kind of lawful charitable assistance to its members within the boundaries of the Statutes and Law of the State of Florida and the United States of America.

- b): To improve, buy, sell, exchange, mortgage, rent. lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever nature or kind, and to develop real property generally, to loan money or real and personal property and to take mortgages and bonds, and assignements of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgage or otherwise; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real or personal property of all kinds and descriptions:
- c): To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money upon goods, wares, merchandise and real and personal property of every kind and descriptions:
- d): To act as agent, broker or attorney in fact for any persons, firms or corporations in buying, selling, and dealing in real or personal property of whatsoever nature or kind, and any and every estate and interest therein, and choses in action secured thereby, judgements resulting therefrom, and other personal property collateral thereto, in making and obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in and claims affecting the same, in affecting insurance against fire and all other risks thereon, and managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust of real property or chattels real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any all of the

purpose of the corporation.

- e): To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgage, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of any persons, firms, associations, contracts and evidences, or other corporations, whether domestic or foreigns, and to exercise in respect of any such shares of stock, bonds and other securities, and any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and othe obligations, and to secure the same by pledging or mortgaging the whole or any part of the property to the company, and to sell such bonds and other obligations for proper corporate use or purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the company:
- f): To acquire, hold, undertake, and fully exploit the goodwill, property, rights, franchises, and assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly, and to pay for the same in cash, stocks, or bonds of the company or otherwise;
- g): To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for sdditional working capital, or other any object in or about its business or affairs and without limit as to amount, to incur debt and to raise borrow and secure the payment of money in any lawful manner, including the issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of indebtedness of all kinds, wether secured by mortgage, pledge, deed of trust or otherwise;
- h): In any manner to acquire, enjoy, utilize and dispose of patents, copy-rights and trademarks, and any licence or other rights or interests therein or thereunder.
- i): To conduct business and operations, and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in the State and in any other of the several States

territories, possessions, and dependencies of the United States, the District of Columbia, and in any all foreign countries;

- j): To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes, evidences pf ondebtedness, leases, options, certificate of interests, participation certificates, voting trusts certificate evidencing shares of, or interests in common law trusts, trusts and trust estates associations, certificate of trust or beneficial interest in trusts, mortgages, contracts and other instruments, securities and rights to investigate and report with respect to, and to undertake, carry on, aid, assist or partcipate in the organization. liquidation or reorganization of financial, commercial, mercantile, manufacturin, industrial or other business concerns, firms, associations and corporations; to institute, partcipate in, or promote commercial, mercantile, financial and industrial enterprise and operations;
- k): To engage in and carry on any advertising business in connection with property of any nature, owned, leased, or otherwise acquired by this corporation, as prinipal or agent, with powers to let contracts for any such advertising, and to make and carry out contracts of every nature or kind that may be conducive to the accomplishment of any purpose of the company;
- 1): To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person; to adopt and use a common corporate seal and alter the same; to appoint such officers and agents as its affairs shall require and allow them suitable compensation; to make gifts for educational, scientific, cultural, and/or charitable purposes;
- m): To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the corporation and in general to carry out any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in the Certificate of Incorporation shall be not deemed to be exclusive, but all other lawful powers conferred by the Statutes of the State of Florida are hereby included;

ARTICLE IV: Besides cubans, the membership in this corporation shall be not limited to anyone, whichever his nationality. Their admission will be completed through the subscription of a Magazine, whose annual fee amount and name to be discussed and approved by the Board of Directors of this corporation in its first meeting. This annual fee will antitle the member to the specified benefits contained in the Articles of this Incorporation;

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ARTICLE V: The number of Directors of this corporation shall be not less than three nor more than nine. The name of the members of the first Board of Directors and Officers who shall hold office for the firs year of existense of the corporation, or until their successors are elected or appointed and have qualified are as follows, (each being a Director and holding the designated office):

PRESIDENT - Humberto L. Machado 7231 W. Miami Lakes Dr C-13 Miami Lakes, FL. 33014

VICE-PRESIDENT/TREASURER - Modesto Jimenez y Plasencia. 8625 Mentieth Terr. Hialeah, FL. 33016

VICE-PRESIDENT/SECRETARY - Dr. Armando J. Bucelo Sr. 506 SW 68 Avenue, Miami, FL 33144

ARTICLE VI: This corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefits of any member, director, or individual. The balance, if any, of all money received by the corporation from its operations, after the payments in full of all debts and obligations of the corporation of whatsoever kind and nature shall be used and distributed conclusively for charitable, scientific, cultural and educational purposes.

ARTICLE VII: In accordance with Section 501 (c) (3) of the Internal Revenue Code, the Board of Directors will comply with the same, once these articles of incorporation be approved.

ARTICLE VIII: The name and address of each incorporator is as follow:

PRESIDENT - Humberto L. Machado 7231 W. Miami Lakes Dr C-13 Miami Lakes, FL 33014

VICE-PRESIDENT TREASURER - Modesto Jimenez y Plasencia. 8625 Mentieth Terr. Hialeah, FL 33016

VICE-PRESIDENT/SECRETARY - Dr. Armando J. BUCELO Sr. 506 SW. 68 Avenue, Miami, FL 33144

ARTICLE IX: This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by law. Every amendment shall be proposed and appoved by the Board of Directors.

The Directors of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the members shall not be subject to the payment of the corporate debts in any extent whatever.

IN WITNESS WHEREOF we, the undersigned, being each of the original subscribers to make and file these Articles of Incorporation for the purpose expressed, hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seal, this day

STATE OF FLORIDA)
MIAMI DADE COUNTY)

BEFORE ME, the undersigned authority, personally appeared HUMBERTO L. MACHADO,
MODESTO JIMENEZ PLASENCIA, and ARMANDO J. BUCELO, to me well! known, and known to me
to be the persons described in and whom executed the foregoing Articles of Incorpa
oration of: "LA NACION CUBANA EN EL EXTERIOR, INC.", and they each acknowledged before me that they signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said Miami Dade County and State, this day,

NOTARY PUBLIC-STATE OF FLORIDA
LOUIS Fuentes
Commission # DD518127
Expires: FEB. 14, 2010
Bonded Thru Atlantic Bonding Co., inc.

Rusia

(SEAL)

(SEAL)

(SEAL)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA STATUTE POO THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATES OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE RECENT OF FLORIDA.

- 1. The name of the corporation is: "LA NACION CUBANA EN EL EXTERIOR, Inc."
- 2. The name and address of the registered agent and office is: HUMBERTO L. MACHADO 7231 W. Miami Lakes Dr C13 Miami Lakes, FL 33014

SIGNATURE:

TITLE: President-Direct

DATE: Dec 4, 2006

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE:

DATE:

Dec 4, 2006