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## FLORIDA PROFIT/NON PROFIT CORPORATION

the adolfo giraldo family foundation inc.

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**ARTICLES OF INCORPORATION  
OF**

**THE ADOLFO GIRALDO FAMILY FOUNDATION INC.  
(A NON-PROFIT FLORIDA CORPORATION)**

**ARTICLE I**

*The name of the corporation shall be: The Adolfo Giraldo Family Foundation Inc., informally recognized as AGFF Inc.*

*The initial principal office of the corporation is 1688 Coral Way, Miami, FL 33145, and the initial mailing address of the corporation is 1688 Coral Way, Miami, 33145.*

**ARTICLE II**

*The purpose for which this corporation is organized is to provide assistance, either in monetary contributions or counseling, to children under the age of 17 that are left without a parent or parents as a result of a violent crime.*

**ARTICLE III**

*The terms used in these Articles of Incorporation shall have the same definitions and meanings as those set forth in the Declaration and ByLaws of THE ADOLFO GIRALDO FAMILY FOUNDATION INC.*

**ARTICLE IV**

*The qualifications of members and the manner of their admission shall be as follows: Members must be selected and approved to act in such capacity by the President of THE ADOLFO GIRALDO FAMILY FOUNDATION INC.*

**ARTICLE V**

*This corporation shall exist perpetually.*

40700020640  
Prepared by Vares Inc.  
Juan Carlos Rodriguez, CPA  
1688 Coral Way Miami, Fl. 33145  
305-285-8868

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#### ARTICLE VI

*The name and post office address of the subscriber to these Articles of Incorporation is as follows:*

**JUAN CARLOS RODRIGUEZ  
1688 CORAL WAY  
MIAMI, FL 33145**

#### ARTICLE VII

*The affairs of the corporation are to be managed by a Board of Directors, the number of members of which shall be as provided in the Bylaws provided that there shall be no fewer than two and no more than seven. The Directors will be elected each year at the annual meeting of the Corporation as provided for in the Bylaws.*

#### ARTICLE VIII.

*The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are:*

**President- Jody Giraldo  
Vice-President -Juan Carlos Rodriguez  
Treasurer - Luis Garcia Jr.  
Secretary - Nelson J. Giraldo**

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**ARTICLE IX**

*The number of persons constituting the first Board of Directors shall be SIX and their names and addresses are as follows:*

**JODY GIRALDO**  
1688 CORAL WAY  
MIAMI, FL 33145

**JUAN CARLOS RODRIGUEZ**  
1688 CORAL WAY  
MIAMI, FL 33145

**NELSON J. GIRALDO**  
1688 CORAL WAY  
MIAMI, FL 33145

**J. CARLOS BARROSO**  
1688 CORAL WAY  
MIAMI, FL 33145

**IVAN MEJIA**  
1688 CORAL WAY  
MIAMI, FL 33145

**LUIS GARCIA JR.**  
1688 CORAL WAY  
MIAMI, FL 33145

**ARTICLE X**

*The Bylaws of the corporation are to be made, altered or rescinded by the members of the corporation as provided for in the Bylaws.*

07 MAY -1 PM 2:50

ARTICLE XI

*Amendments to these Articles of Incorporation may be proposed and adopted at any regular or specially called meeting of the members of the Corporation by a majority vote of all the members. Due notice of the meeting must have been given as provided for in the Bylaws.*

ARTICLE XII

*This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.*

ARTICLE XIII

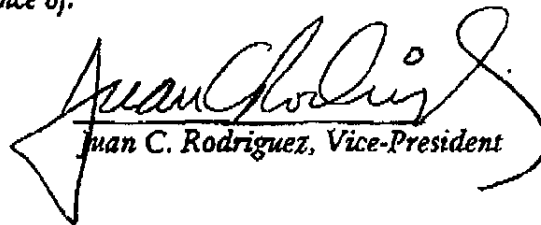
*No part of the net earnings of this corporation shall inure to the benefit of any member or individual.*

*IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this 1<sup>st</sup> Day of May 2007.*

*Signed, Sealed and Delivered in the Presence of:*



Araceli M. Valle  
Printed Name of First Witness



Juan C. Rodriguez, Vice-President

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**CERTIFICATE OF ACKNOWLEDGMENT  
HAVE REGISTERED AGENT  
FOR SERVICE AND PROCESS WITHIN THE  
STATE OF FLORIDA**

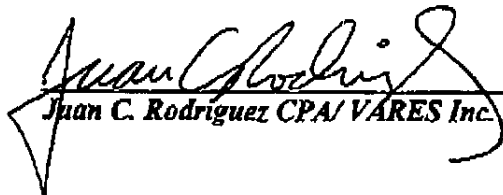
*In compliance with Section. 48.091, Florida Statutes, the following is submitted:*

**THE ADOLFO GIRALDO FAMILY FOUNDATION INC.,** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami-Dade County, State of Florida, has designated **VARES INC.** whose street address is 1688 Coral Way, Miami, FL 33145, as its agent to accept service of process within this State.

**THE ADOLFO GIRALDO FAMILY FOUNDATION INC.**

**ACCEPTANCE**

*Having been designated as agent to accept service of process for the above named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provisions of said law relative to the same.*

  
Juan C. Rodriguez CPA/ VARES Inc.

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