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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
INSTITUTO LATINOAMERICANO DEMOCRACIA SIN FRONTERAS

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October 5, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GBS CONSULTANTS, INC.

SUBJECT: INSTITUTO LATINO AMERICANO DEMOCRACIA SIN FRONTERAS.
REF: W07000049464

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

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**ARTICLES OF INCORPORATION
OF
INSTITUTO LATINOAMERICANO DEMOCRACIA SIN
FRONTERAS, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non-for profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE 1 – NAME

The name of the Corporation is **INSTITUTO LATINOAMERICANO DEMOCRACIA SIN FRONTERAS, INC.** (hereinafter, "Corporation").

ARTICLE 2 – PURPOSE OF CORPORATION

The purpose for which this Corporation is organized is mainly related, but not limited, to all non-profit activities permitted under 26 U.S.C. Section 501 (c) (3), or the corresponding section of any future federal tax code. This Corporation shall implement programs intended to open space to discuss, reflect, and educate Latin-American citizens on the risks and threats to the Democracy in Latin America. The Corporation will be involved in organizing Seminars, Forum, and International Workshops with groups of international academics that support and defend Democracy. The Corporation will also be involved in the creation of an information network for that serves as a mechanism to further educate online to young students on all leaders community development programs.

ARTICLE 3 – PROHIBITIONS

No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article Second hereof. No substantial part of the activity of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participated 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 this articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax under, or (b) by a

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Corporation, contributions to which are deductible under 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future Federal Tax code.

ARTICLE 4 – PRINCIPAL OFFICE

The address of the principal office of this Corporation is 3300 NE 192 St #1118 Aventura, Fl. 33180 and the mailing address are the same.

ARTICLE 5 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Jorge Fernandez
18501 Pines Blvd Suite 201
Pembroke Pines, Fl. 33029

ARTICLES 6 – DIRECTOR(S)

The Directors shall be elected by a majority vote of the Members of this Corporation. The Directors of the Corporation shall be:

Mireya Ripanti	3300 NE 192 St. #1118, Aventura Fl. 33180
Horacio Medina	4076 Timber Cove Lane, Weston Fl. 33332
Vladimiro Mujica	1930 Ridge Ave. C-311, Evanston IL. 60201

ARTICLE 7 – TERMS OF EXISTENCE

This Corporation shall have a perpetual existence

ARTICLE 8 – CAPITAL STOCK

This Corporation shall have not capital stock and shall be composed of member rather than shareholders.

ARTICLE 9 – QUALIFICATIONS OF MEMBERSHIP

The categories of memberships, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

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ARTICLE 10 – VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation

ARTICLE 11 – LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 12 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 3300 NE 192 St. #1118, Aventura Fl. 33180. The name and address of the registered agent of this Corporation is Mireya Ripanti 3300 NE 192 St. #1118, Aventura Fl. 33180.

ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE 15 – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to

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proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 16 – DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction 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 which are organized and operated exclusively for such purposes.

