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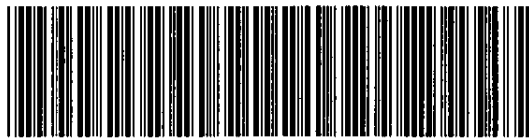
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2008 JAN 24 PM 3:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CS. 1-25

To Whom It May Concern,

Please find enclosed the Articles of Incorporation for **Sun Over Rio**, a not for profit organization seeking a 501(c)(3) status for tax purposes. Also included is a brief mission statement by the organization and a check for \$78.75 required for the filing fee to certify this organization under 501(c)(3) status. Please inform us if you need any supplemental information or forms.

Thank you,



Jose Antonio Rivera  
[jose@sunoverrio.org](mailto:jose@sunoverrio.org)  
786-253-0978  
511 NW 59<sup>th</sup> Avenue  
Miami, Fl. 33126

01-14-2008

**ARTICLES OF INCORPORATION  
OF  
SUN OVER RIO INC.  
A Florida "Not for Profit" Corporation**

**FILED**

2008 JAN 24 PM 3:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**NAME OF CORPORATION:** The name of the corporation is SUN OVER RIO INC.

**PRINCIPAL OFFICE:** The principal office of the corporation is located at 511 NW 59<sup>TH</sup> AVENUE, MIAMI, FLORIDA, U.S.A., 33126.

**MAILING ADDRESS:** The mailing address of the corporation is SUN OVER RIO, 511 NW 59<sup>TH</sup> AVENUE, MIAMI, FLORIDA, U.S.A., 33126.

**REGISTERED AGENT:** The name of the registered agent of the corporation is JOSE ANTONIO RIVERA. The address of this registered agent is 511 NW 59<sup>TH</sup> AVENUE, MIAMI, FLORIDA, U.S.A. 33126.

**DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

**INCORPORATORS:** The name and address of the incorporator is: JOSE ANTONIO RIVERA, 511 NW 59<sup>TH</sup> AVENUE, MIAMI, FLORIDA, U.S.A., 33126.

**CORPORATE PURPOSES**

A. The exclusive purpose of this Corporation is to engage in charitable, educational, religious, or scientific activities, including, for such purpose, the making of distributions to organizations that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

B. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

### **501(c)(3) LIMITATIONS**

A. **CORPORATE PURPOSE:** Notwithstanding any other provision of these articles, this organization shall not carry on activities that are not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code..

B. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

C. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

D. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

### **INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

**EXECUTION**

These Articles of Incorporation are hereby executed by the incorporator on this 14<sup>TH</sup> day of JANUARY, 2008.

  
\_\_\_\_\_  
JOSE ANTONIO RIVERA

**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for SUN OVER RIO, a Florida not for profit corporation.

  
\_\_\_\_\_  
JOSE ANTONIO RIVERA

Date: 01-14-2008

FILED

2008 JAN 24 PM 3:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

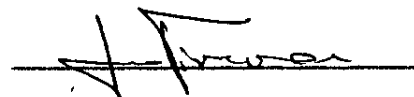
**SUN OVER RIO  
"SOL SOBRE RIO"**

**MISSION STATEMENT**

The plight of the poor in Rio de Janeiro, Brazil is a problem we are all responsible for. Those of us who live free of worry over where our next meal is coming from, where our children will find clothes to wear, and where we will find resources to educate ourselves should be held accountable for the welfare of those who realize and live these problems everyday. I, Jose Antonio Rivera, hope to fulfill my passion to help others by supporting a cause greater than myself and my scope of influence.

The mission of SUN OVER RIO is to help find clothing, shoes, food, and financial and educational resources for the impoverished communities that plague the city of Rio de Janeiro, Brazil. I would like to offer my help and that of the Members and Officers of this charity to all of those who are in need of resources they cannot afford or cannot access. SUN OVER RIO will put forth every effort to make sure that as a charity for the poor, we provide what we can to those who are affected by the current situation of poverty in Rio de Janeiro, Brazil so that we may bring a little sun to a dark situation.

SUN OVER RIO, or SOL SOBRE RIO, promises to always put forth the best interest of the people it serves. We are all human beings who need help from each other in one way or another and so we are all responsible for our fellow human's wellbeing. Through donations of all types from the general public, churches, corporations, and private foundations I hope to see SUN OVER RIO become an outstanding charity that becomes a constant place of resource for the poor of Rio de Janeiro, Brazil.

 01-14-2008

Jose Antonio Rivera

To Whom It May Concern,

Please accept payment via personal check From Carmen Rivera (Secretary of Sun Over Rio) on behalf of Sun Over Rio, an organization seeking 501(c)(3) status with the State of Florida.

Thank You,



Carmen Rivera

01 - 14 - 2008



Jose Antonio Rivera

01-14-2008