

NO8000004835

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

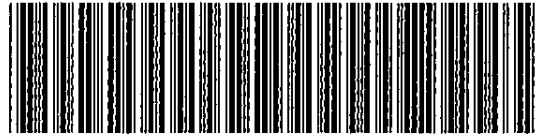
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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04/10/08--01013--009 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 APR 10 PM 2:02

FILED

1108-18478
H119
21



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2008

THOMAS H COURTNEY
110 MERRICK WAY SUITE 3-B
CORAL GABLES, FL 33134

SUBJECT: THE MUSTARD SEED, INC.
Ref. Number: W08000018478

We have received your document for THE MUSTARD SEED, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected 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) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
New Filing Section

Letter Number: 608A00021410

J. PATRICK FITZGERALD & ASSOCIATES, P.A.

ATTORNEYS AT LAW
110 MERRICK WAY
SUITE 3-B

CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 443-9162
TELEFAX (305) 443-6613

J. PATRICK FITZGERALD
ROBERTO J. DIAZ
THOMAS H. COURTNEY
MAURA FITZGERALD JENNINGS

OF COUNSEL:

SUZANNE A. DOCKERTY
BARBARA DEL CASTILLO

PALM BEACH ADDRESS
P.O. BOX 4888

WEST PALM BEACH, FLORIDA 33402-4888
(561) 659-6438

Reply To:
Coral Gables

April 8, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

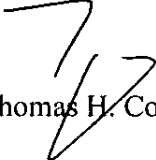
Re: Our Client No.:528-002
The Mustard Seed, Inc.

Dear Corporate Filings:

Enclosed please find the original executed Articles of Incorporation for The Mustard Seed, Inc. I am also enclosing a check payable to Division of Corporations in the amount of \$78.75 to cover the cost of filing the articles, identifying the registered agent and providing a certified copy of the articles.

I thank you for your assistance with the matter.

Sincerely,


Thomas H. Courtney

Enclosures

J. PATRICK FITZGERALD & ASSOCIATES, P.A.

ATTORNEYS AT LAW
110 MERRICK WAY
SUITE 3-B

CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 443-9162
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J. PATRICK FITZGERALD
ROBERTO J. DIAZ
THOMAS H. COURTNEY
MAURA FITZGERALD JENNINGS

PALM BEACH ADDRESS

P.O. BOX 4888
WEST PALM BEACH, FLORIDA 33402-4888
(561) 659-6438

Reply To:

Coral Gables

OF COUNSEL:
SUZANNE A. DOCKERTY
BARBARA DEL CASTILLO

May 16, 2008

Department of State
Attn: Suzanne Hawkes
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

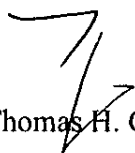
Re: Our Client No.:528-002
Asemos, Inc.

Dear Ms. Hawkes:

Enclosed please find the corrected original Articles of Incorporation and one copy. I am also enclosing a copy of your letter dated April 10, 2008 which indicated a problem with the original name of the corporation.

I thank you for your assistance with the matter.

Sincerely,


Thomas H. Courtney

Enclosures

**ARTICLES OF INCORPORATION OF
ASEMOS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

FILED
08 APR 10 PM 2:02
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is ASEMOS, Inc., a Florida not-for-profit corporation, (hereinafter called the "Corporation") whose principal office is located at 4770 Collins Avenue, Suite 2107, Miami Beach, Florida 33140.

**ARTICLE II
PURPOSE**

- (a) To promote the alleviation of poverty by educating and training individuals in impoverished communities and by providing directly to such individuals, or to entities with a similar mission, job training and education in related areas.
- (b) The general purposes for which this Corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.
- (c) Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not for profit corporations under the laws of the State of Florida.

ARTICLE III
QUALIFICATIONS FOR MEMBERS AND THE
MANNER OF THEIR ADMISSION

The Members shall be elected by the Membership. The initial Members of the corporation are: Olga Arellano Arguello, Agustin Arellano and Julia Morales.

ARTICLE IV
ADDRESS OF REGISTERED OFFICE AND
NAME OF REGISTERED AGENT

The street address of the registered office of the Corporation is 110 Merrick Way, Suite 3-B, Coral Gables, Florida 33134. The initial registered agent of the Corporation is J. Patrick Fitzgerald, Esquire.

ARTICLE V
BOARD OF DIRECTORS

The business of the Corporation shall be managed by a Board of Directors. The Members of the Corporation will be the Directors. The election and term of office of the Directors shall be set forth in the Bylaws.

The names and addresses of the persons who will serve as Directors until the next election are as follows:

ARTICLE VI
TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII
COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence its existence on the date of filing and assignment of charter number.

ARTICLE VIII
OFFICERS

The Corporation shall have a President, a Secretary, and a Treasurer and may have additional and assistant officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers.

The names and positions of the persons who will serve as the officers until the next election are as follows:

Olga Arellano Arguello
Agustin Arellano
Julia Morales

President
Secretary
Treasurer

ARTICLE IX
POWERS

Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not for profit corporations under the laws of the State of Florida. Without limiting the generality of the powers specified above, the specific powers of the Corporation shall be:

- (a) To acquire, by purchase, lease or otherwise, and hold title to such real property, including improvements thereon, and any personal property as may be beneficial to the fulfillment of the charitable, scientific, community and educational purposes of the Corporation and other affiliated organizations;

-
- (b) To lease all or a portion of such real and personal property;
 - (c) To borrow funds in order to expand, enhance, support or maintain the activities of the Corporation or any of its affiliated organizations;
 - (d) To make charitable contributions to any affiliated organizations;
 - (e) To manage and operate any of its assets or the assets of others in recognition and attainment of the foregoing objectives; and
 - (f) To utilize its income in furtherance of the foregoing objectives.

ARTICLE X **LIMITATIONS ON ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Member, Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Member, Director or Officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation, provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not for profit entity described in Section 501(3)(c) of the Code. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the code.

ARTICLE XI
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Corporation, the Members of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, within their sole discretion, to an organization exempt of taxation under Section 501(c)(3) of the Internal Revenue Code, if still exempt at the time of such disposition, or if not still exempt, then to such organization or organizations organized and operated exclusively for charitable, education, community or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Members of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organization or organizations organized and operated exclusively for such purposes, as said court shall determine.

ARTICLE XII
AMENDMENT OF THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, altered, modified or revoked only upon the vote of the majority of the Directors.

IN WITNESS WHEREOF, I, the Incorporator, have subscribed my name this 6 day of May, 2008.

ASEMOS, Inc.
By: *Olga A. Arguello*
Olga Arellano Arguello, Incorporator
4770 Collins Avenue, Suite 2107
Miami Beach, Florida 33140

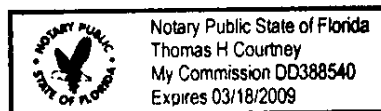
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 6 day of MAY 2008, by OLGA ARELLANO ARGUELLO, as Incorporator of ASEMOS, Inc., a Florida not for profit corporation, on behalf of the Corporation.
☒ She is personally known to me or ☐ She has produced _____ as identification.

Thomas H. Courtney
NOTARY PUBLIC-STATE OF FLORIDA
At Large

My Commission Expires:

Print, type or stamp Notary Name:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of ASEMOS, Inc., a Florida not for profit corporation, at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.



J. Patrick Fitzgerald, Esq.
Registered Agent

DATED: 5/15, 2008

FILED
08 APR 10 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA