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Wenceslao R. Fagundo 3640 NW 2 TERRACE Miami, Florida 33125 (City/State/Zip/Phone #) PICK-UP WAIT MAIL (Business Entity Name)					
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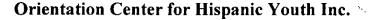
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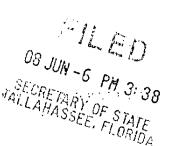
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SECRETARY OF STATE FALLAHASSEE, FLORID

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Articles of Incorporation





A NON – PROFIT ORGANIZATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

Article I - Name

The name of this corporation is: Orientation Center for Hispanic Youth Inc.

Article II - Address of Business

The principal place of business and mailing address of this corporation shall be: 3640 NW 2 Terrace, Miami, Florida 33125

Article III - Purpose of Business

- 1. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Laws.
 - 2. This corporation is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 3. Specifically, this corporation is organized to serve the Hispanic youth in our community, who have been traumatized and or affected by the lack of parental guidance and / or other life related adversities. This organization will assist them in providing healthcare, psychological and counseling services, shelter, employment opportunities and educational guidance for them to have a better future. By helping these adolescents we will ultimately contribute to the well being of our communities, as we will contribute to lowering crime rates and help develop economic growth for a better society.

Article IV – Directors

The manner in which the directors are elected or appointed is:

Initially, there shall be five directors. Directors shall serve on a staggered term basis. One director shall serve for a one-year term, two directors for a two years term and another two directors for a three years term. The initial Director shall be selected according to the Bylaws from among distinguished members of the community. At the end of each term, directors will be elected according to Bylaws.

Article V - Registered Agent

The name and Florida street address of the registered agent is Wenceslao Rafael Fagundo.

Address: 3640 NW 2 Terrace. Miami, Florida 33125.

Wenceslao Racel Fagundo

I hereby am familiar with and hereby accept the duties and Responsibilities of the Registered Agent

Article VI - Incorporator

The name and address of the Incorporator to these Articles of Incorporation is: Mario Juan Quiñones Broche with address: 641 West Flagler Street, Miami Florida 33130.

Article VII - Term of Existence

This corporation is to exist perpetually.

<u>Article VIII – Additional Provisions</u>

- 1. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts ad liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning Section 501 (c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.
 - 2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501 (h) of the Internal Revenue Code) and this corporation shall not participate 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.
- 3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments an distributions in furtherance of the purposes set forth in these Articles.
- 4. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

5. In any taxable year in which this corporation is a private foundation as described in Section 509 (a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not make engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code; 4) shall not make any investments in such a manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code.

In witness whereof, the	undersigned subscriber has executed these Articles of Inc. 3 day of Tune 2008.	orporatio	n this	}
Mario Juan Quiñones Broche	Signature / Incorporator	TALL	08 J	** **
Wenceslao Rafael Fagundo	Registered Agent	RETARY OF AHASSEE, F	UNI -6 PH	and the second
	I hereby am familiar with and hereby accept the duties a Responsibilities of the Registered Agent.	and CORIDA	ુ: 38	April 4.

State of Florida County of Dade.

Nótary Public

Before me a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared before me Mr. Wenceslao Rafael Fagundo and Mario Juan Quiñones Broche, who are personally known by me to be the persons who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 3rd day of June 2008.

Commission # DD455983 Expires: JULY 31, 2009

NOTARY HUDLIO-STAILS OF FLORIDA

Beatriz Gradera

Bonded Thru Atlantic Bonding Go!, Inc.

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