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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

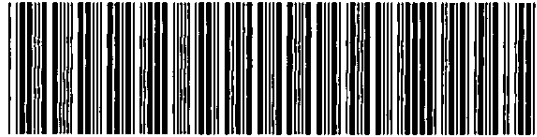
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2008 DEC 17 P 3:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Diane,


Attached is a check for the filing fee for The Caritas Capital Foundation Inc.

I have also included an additional set of the paperwork in case you have yet been able to locate the original set I sent yesterday. (both sets are identical)

If you should have any questions or issues please feel free to call me at any time at 919-414-6398.

Thank you for your assistance.

Regards,



R. Philip Stevenson

## COVER LETTER

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

**SUBJECT:** The Caritas Capital Foundation Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: R. Philip Stevenson  
Name (Printed or typed)

650 West Avenue, Unit 2206  
Address

Miami Beach, FL 33139  
City, State & Zip

305-379-2322  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 DEC 17 P 3:00

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**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**THE CARITAS CAPITAL FOUNDATION INC.**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**FILED**

2008 DEC 17 P 3:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I      Name**

The name of the corporation shall be: The Caritas Capital Foundation Inc. (the "Corporation").

**Article II      Principal Office**

The principle street address and mailing address is:

The Caritas Capital Foundation Inc.  
650 West Avenue, Unit 2206  
Miami Beach, Florida 33139

**Article III      Purpose**

The Corporation is organized and shall be operated as a not for profit corporation exclusively for charitable, benevolent and economic development purposes. Notwithstanding the foregoing or any other provision of these articles or the Bylaws of the Corporation:

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 above and as set forth in the Bylaws of the Corporation.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States revenue law (the "Code")), and the 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.

(c) The Corporation shall not carry on any activities not permitted to be carried on (A) by a corporation exempt from federal income tax and described in Section 501(c)(3) of the Code or (B) by a corporation that receives contributions that are deductible under Section 170(c)(2) of the Code.

Upon dissolution or liquidation of the Corporation, the Board of Directors of the Corporation shall dispose of all remaining assets of the Corporation after paying or making provision for the payment of all of the liabilities of the Corporation, exclusively for the purposes of the Corporation, by transferring such assets to such organization or organizations organized and operated exclusively for charitable, scientific, or educational purposes and qualified as a tax-exempt organization or organizations described in Section 501(c)(3) of the Code, as the Board of

Directors of the Corporation shall determine. Any of such assets not so disposed of shall be disposed of by the court of general jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for the purposes of the Corporation in such manner, or to such tax-exempt organization or organizations described in Section 501(c)(3) of the Code, as said court shall determine.

#### **Article IV Manner of Election**

The manner in which the directors are elected or appointed shall be as set forth in Section 4.3 of the Bylaws of the Corporation.

#### **Article V Initial Directors and Officers**

Name	Address	Title
R. Philip Stevenson	650 West Avenue, Unit 2206 Miami Beach, Florida 33139	Chairman of the Board, President and Secretary
Michael Yared	615 Pacific View Drive San Diego, CA 92109	Director and Vice President
Lauren Thomas	Via Augusta 276, 1-2 08017 Barcelona, Spain	Director and Secretary
John Madsen	23 Jones St. Apt. 7/8 New York, NY 10014	Director

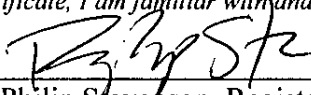
#### **Article VI Initial Registered Agent and Street Address and Incorporator**

The name and Florida Street address of the registered agent is:

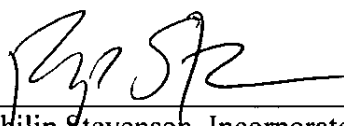
R. Philip Stevenson  
650 West. Avenue, Unit 2206  
Miami Beach, Florida 33139

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2008 DEC 17 P 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*\*\*\*\*  
*Having been named as registered agent to accept service of process for the Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

By:   
R. Philip Stevenson, Registered Agent

December 15, 2008  
Date

By:   
R. Philip Stevenson, Incorporator

December 15, 2008  
Date