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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 SEP -6 A 10:51

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9-11-09  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 20, 2009

REV. FERMIN I. CASTANEDAS  
840 82ND ST., #3  
MIAMI BCH, FL 33141

SUBJECT: INTERNATIONAL HUMANITARIAN HELP, CORP.  
Ref. Number: W09000037722

We have received your document for INTERNATIONAL HUMANITARIAN HELP, CORP. 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 registered agent must sign accepting the designation.

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) 245-6995.

Wanda Cunningham  
Regulatory Specialist II  
New Filing Section

Letter Number: 409A00028265

**ARTICLES OF INCORPORATION  
Of  
INTERANATIONAL HUMANITARIAN HELP, CORP.  
A Florida Not for Profit Corporation**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is International Humanitarian Help, Corp.

**ARTICLE II - STATEMENT OF CORPORATE NATURE**

This is a not for profit corporation organized solely for those purposes authorized by the Florida Not for Profit Corporation Act.

**ARTICLE III - STATEMENT OF PURPOSES**

The purpose of this corporation is to engage in any and all activities authorized by the Florida Not For Profit Corporation Act, and to specifically assist underserved populations in Latin America in their efforts to establish strong sustainable communities by providing food, housing, medical, and educational, and spiritual assistance and support as well as criminal justice and related victim advocacy training assistance to assure the physical safety of citizens and the provision of fair and equitable treatment of those accused of crimes.

**ARTICLE IV - DEDICATION OF ASSETS**

The property of the corporation shall never inure to the benefit of any director, officer, or member thereof, nor to the benefit of any private individual, and it will be irrevocably dedicated to charitable purposes. In the case of dissolution of the corporation, all assets shall be distributed in accords with the provisions of the Florida Not for Profit Corporation Act.

**ARTICLE V - CORPORATE EXISTANCE**

The existence of the corporation shall be perpetual.

**ARTICLE VI - DIRECTORS**

The corporation shall never have more than four directors or more than fifteen directors.

#### ARTICLE VII – QUALIFICATIONS FOR DIRECTORS

Directors shall be of the age of majority and residents of the State of Florida and shall have all those other qualifications required by the Florida Not for Profit Corporation Act.

#### ARTICLE VIII - ELECTION OF DIRECTORS

The initial directors of the corporation shall be those so designated in the Articles of Incorporation and they shall serve until the first annual meeting of the Directors. Directors shall thereafter be elected at the annual meetings of the corporation in a manner consistent with the corporation's By-Laws and in accords with the requirements of Florida Not for Profit Corporation Act. There shall be no limitation on the number of terms that any one Director may serve should the Director seek and be re-elected at the annual meeting of the corporation.

#### ARTICLE IX – OFFICERS

The corporation shall have a President, Vice President, Treasurer and Secretary. The Directors may appoint additional officers in a manner consistent with the corporation's By-Laws and in accords with the requirements of the Florida Not for Profit Corporation Act.

#### ARTICLE X – ELECTION OF OFFICERS

The initial Officers of the corporation shall be those so designated in the Articles of Incorporation and they shall serve until the first annual meeting of the Directors. The Officers shall be selected by the Directors in a manner consistent with the corporation's By-Laws and in accords with the requirements of the Florida Not for Profit Corporation Act.

#### ARTICLE XI – MEETINGS

The corporation shall have regular meetings of the Directors and any Officers in as many numbers and noticed in a manner consistent with the corporation's By-Laws and in accords with the requirements of the Florida Not for Profit Corporation Act.

#### ARTICLE XII – LOCATION OF PRINCIPAL OFFICE

The initial location of the corporation at time of incorporation shall be:

13416 Southwest 128<sup>th</sup> Street  
Miami, Florida 33186  
U.S.A.

The location of the corporation may be changed by a vote of the Directors with notice in a manner consistent with the corporation's By-Laws and in accords with the requirements of the Florida Not for Profit Corporation Act.

#### ARTICLE XIII – REGISTERED AGENT

The initial registered agent of the corporation upon which all papers may be served shall be:

Jose J. Arrojo  
Attorney  
1124 North 40<sup>th</sup> Avenue  
Hollywood, Florida 33021  
U.S.A

The registered agent of the corporation may be changed by a vote of the Directors with notice in a manner consistent with the corporation's By-Laws and in accords with the requirements of the Florida Not for Profit Corporation Act.

#### ARTICLE XIV – INITIAL DIRECTORS AND OFFICERS

The initial Directors and Officers of the corporation shall be:

Ulises Martinez, President/Director  
13416 Southwest 128<sup>th</sup> Street  
Miami, Florida 33186  
U.S.A.

Armando Aluart/Vice President/Director  
3371 Southwest 21<sup>st</sup> Street  
Miami, Florida 33145  
U.S.A.

Luis Martinez, Treasurer/Director  
8300 Northwest 53rd Street Suite 101  
City of Doral, Fl. 33166  
U.S.A.

Raul Izquierdo, Secretary/Director  
13416 Southwest 128<sup>th</sup> Street  
Miami, Florida 33186  
U.S.A.

#### ARTICLE XV – INCORPORATORS

The initial incorporators of the corporation shall be:

Ulises Martinez, President/Director  
13416 Southwest 128<sup>th</sup> Street  
Miami, Florida 33186  
U.S.A.

Armando Aluart/Vice President/Director  
3371 Southwest 21<sup>st</sup> Street  
Miami, Florida 33145  
U.S.A.

#### ARTICLE XVI – MANAGEMENT OF THE CORPORATION

The powers of the corporation and the management and control of its affairs property and shall be exercised by the Directors. The Directors may assign those duties necessary to the implementation of corporation's policy or the daily operation of the corporation to its Officers in a manner consistent with the corporation's By-Laws and in a manner consistent with the Florida Not for Profit Corporation Act.

#### ARTICLE XVII – DISTRIBUTION OF ASSETS

Upon the dissolution or liquidation of this corporation, its assets remaining after payment of or provision for all liabilities shall be disposed or distributed exclusively for charitable or not for profit purposes in accords with the Florida Not For Profit Corporation Act and the provisions of Section 501(c) (3) of the Internal Revenue Code, or any successor provisions of law.

#### ARTICLE XVIII – LIMITATION OF POWERS


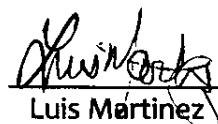
Notwithstanding any other provision of these articles or law, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE XIX – INDEMNIFICATION

In order to induce Directors and Officers of the corporation to serve or continue to serve, the corporation shall indemnify and hold harmless each person who serves at the request of this corporation as a Director or Officer, from any and against all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a Director or Officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted

as a Director or Officer, and shall reimburse each person for all legal and other expenses reasonable incurred in connection with any such claim or liability, provided that no person shall be indemnified against or be reimbursed in any matter in connection with any claim or liability as to which it shall be adjudged that the Director or Officer engaged in willful misconduct in the performance of duties. The corporation through its Directors may obtain Director's and Officer's liability insurance covering acts heretofore and hereafter occurring and to pay the same from the funds or assets of the corporation. The rights accruing to any person under this provision shall be in addition to any other right that the person may lawfully be entitled to under law or equity, and nothing herein shall restrict the right of the corporation to indemnify or reimburse any person in the proper case, even though not specifically herein provided for.

**WE, the undersigned**, being the incorporators of the corporation, for the purposed of forming this not for profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this the 3<sup>rd</sup> day of July 2009 at Miami, Florida.

  
\_\_\_\_\_  
Ulises Martinez  
President/Director  
\_\_\_\_\_  
Armando Aluart  
Vice President/Director  
\_\_\_\_\_  
Luis Martinez  
Treasurer/Director  
\_\_\_\_\_  
Raul Izquierdo  
Secretary/Director

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TALLAHASSEE, FLORIDA

### **CERTIFICATE**


#### **DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, REGISTERED OFFICE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of chapter 48.091, Florida Statutes, following is submitted, in compliance  
with said act:

That, International Humanitarian Help, Corp. desiring to organize under the laws of the  
state of Florida with it's principal office, as indicated in the Articles of Incorporation at  
the City of Hollywood, Broward County, State of Florida, has named Jose J. Arrojo,  
located at 1124 North 40<sup>th</sup> Avenue, Hollywood, Florida 33021 as its agent to accept  
service of process within this state.

### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the  
place designated in this certificate, I hereby accept the appointment, agree to act in this  
capacity, am familiar with and hereby accept the duties and responsibilities of registered  
agent for said corporation.

  
\_\_\_\_\_  
Registered Agent