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FLORIDA PROFIT/NON PROFIT CORPORATION
Centro Lyra Corp.

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**ARTICLES OF INCORPORATION
OF
CENTRO LYRA CORP.**

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SECRETARY OF STATE

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act"), as follows:

ARTICLE I.

Name

The name of the Corporation is Centro Lyra Corp.

ARTICLE II.

Term of Existence

Corporate existence will commence on the date the Articles are filed by the Florida Department of State in accordance with Section 617.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

ARTICLE III.

Purposes

The purposes for which the Corporation is formed are to promote and support sustainable human development and progress through science, technology, art, creativity, social responsibility, innovation and all other forms of expression or outlets throughout Latin America and the Caribbean; and all purposes associated with them.

ARTICLE IV.

Powers

The Corporation will have all powers granted by law to not-for-profit corporations subject to the limitations described elsewhere in these Articles of Incorporation and as may be required in order for the Corporation to maintain its nonprofit and tax-exempt status under both Florida law and the Internal Revenue Code of 1986, as amended from time to time, or its successor laws and regulations (the "Code"). No substantial part of the activities of the Corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation will not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code; or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code. In attempting to fulfill the general nature of the objects of this Corporation, and to ensure that it meets with the requirements of an exempt organization under Section 501(c)(3) of the Code, the Corporation will strictly adhere to the following:

(1) The Corporation will not engage in any act of self-dealing as defined in the Code that would jeopardize its tax-exempt status;

(2) The Corporation will not allow its members or directors to have a vested interest in its assets;

(3) The Corporation will not make any investments which would jeopardize its charitable purpose.

ARTICLE V.
Limitation on Activities

No part of the net earnings of the Corporation will 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). Nothing in these Articles restricts the Corporation from reimbursing the members for funds borrowed by the Corporation or paying reasonable compensation for services performed.

ARTICLE VI.
Dissolution

Upon dissolution of this Corporation, after providing for all of the Corporation's liabilities, all assets of the Corporation shall be distributed to organizations determined exempt by the Internal Revenue Service under Section 501(c)(3) of the Code (e.g., charitable, educational, religious or scientific organizations) within the meaning of Section 501(c)(3) of the Code. None of the net assets of the Corporation will be distributed to or for the benefit of any member, trustee, officer or director of the Corporation or to any other individual.

ARTICLE VII.
Principal Office

The principal office of the Corporation is CCS-14371, 11010 NW 30th Street, Suite 104, Miami, Florida 33172-5032. Its mailing address is CCS-14371, P.O. Box 025323, Miami, Florida 33102-5323.

ARTICLE VIII.
Members

The designation of the class or classes, the qualifications and rights of the members of each class, any quorum and voting requirements for qualifications and rights of the members of each class, any quorum and voting requirements for meetings and activities of the members, and notice requirements sufficient to provide notice of meeting and activities of the members, will be set forth in the Bylaws of the Corporation.

ARTICLE IX.
Directors

The Corporation will have 3 directors initially. Directors may be elected, removed from office and hold office as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 3 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

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<u>Name</u>	<u>Address</u>
Mireya Vargas	c/o Centro Lyra Corp. Prolongacion calle Los Granados, cruce con Av. Santa Teresa de Jesus Casa No. 3, Urb. La Castellana, Caracas 1060 Venezuela
Beatriz Bellorin	c/o Centro Lyra Corp. Prolongacion calle Los Granados, cruce con Av. Santa Teresa de Jesus Casa No. 3, Urb. La Castellana, Caracas 1060 Venezuela
Samantha Reyes	c/o Centro Lyra Corp. Prolongacion calle Los Granados, cruce con Av. Santa Teresa de Jesus Casa No. 3, Urb. La Castellana, Caracas 1060 Venezuela

ARTICLE X.**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o DLA Piper LLP (US), 100 North Tampa Street, Suite 2200, Tampa, Florida 33602-5809, and the name of its initial registered agent at such address is David A. Beyer.

ARTICLE XI.**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
David A. Beyer	c/o DLA Piper LLP (US) 100 North Tampa Street, Suite 2200 Tampa, Florida 33602-5809

ARTICLE XII.**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

ARTICLE XIII.**Indemnification**


The Corporation will indemnify any member, director or officer or any former member, director or officer, to the fullest extent permitted by law.

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ARTICLE XIV.**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on December 16, 2009.



David A. Beyer, Incorporator**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: December 16, 2009



David A. Beyer

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