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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01-18-1  
2010

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)  
Mutual Benefit Not for Profit

**FILED**  
2000 JAN 19 P 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I            NAME**

The name of the corporation shall be:

MESTRES FOUNDATION, INC.

**ARTICLE II            PRINCIPAL OFFICE**

The principal street address and mailing address, if different, is:

1310 NW 19<sup>th</sup> STREET  
HOMESTEAD, FLORIDA 33030

**ARTICLE III            PURPOSE**

The purpose for which the corporation is organized is to provide assistance to homeowners with mortgages, renters and student loan holders in their quest to eliminate debt. The purpose of this organization will be to provide the opportunity to enter into a game of skill by purchasing a short-term membership with a life cycle of seven (7) days in which the most skillful member becomes the primary winner. The primary winner's award will amount to up to eighty percent (80%) of the entered game's membership revenue; any monies remaining of the eighty percent (80%) once the primary winner is awarded will be gifted to those members next in line in the highest recorded scores, (bringing their mortgage payments up to date for homeowners). No more than twenty percent (20%) will be utilized for administrative costs such as offices and supplies, payroll, membership and game maintenance, advertising, and organizational requirements. To fulfill the 80/20% Rule of Revenue Distribution in which eighty percent (80%) is dispersed back to the members, at the end of each fiscal year any remaining monies will be awarded at the discretion of the organization to those members which have entered into the games providing educational loan payoff in the form of a non-specific course of study scholarship(s).

Specifics of winning and prizes dependent on games entered:

- Members that are homeowners with mortgages will enter into a game of skill that will allow them to win a mortgage payoff of up to eighty percent (80%) of membership revenue. Any monies remaining of the eighty percent (80%) after primary winner's mortgage is paid will be gifted to those members next in line in the highest recorded scores, bringing their mortgage payments up to date, until the remainder of the eighty percent (80%) is dispersed.
- Members that are student loan holders will enter into a game of skill that will allow them to win an educational loan payoff of up to eighty percent (80%) of membership revenue. The educational loan payoff will be awarded to as many members with high scores as possible within the eighty percent (80%).
- Members that are renting housing will enter into a game of skill that will allow them to win twelve months worth of rent and utilities paid. This game will award

one primary winner with the highest recorded score; there will be no secondary winner, et cetera.

**ARTICLE IV        MANNER OF ELECTION**

The organization will have two classes of memberships: one class of membership will possess rights to elect and vote for directors and will be granted only to officers of the organization; the short-term membership with a life cycle of seven (7) days will not possess rights to elect or vote for directors. The manner in which directors are elected is part of the By-Laws of the organization.

**ARTICLE V        AMENDMENTS**

The By-Laws may be altered, amended or repealed from time to time by the Board of Directors without the assent of any non-voting member class.

**ARTICLE VI        INITIAL DIRECTORS AND/OR OFFICERS**

Names, addresses and specific titles:

EDUARDO GUADAYOL-MESTRES  
Director and Chief Executive Officer  
1310 NW 19<sup>th</sup> STREET  
HOMESTEAD, FLORIDA 33030

AMANDA N. GUADAYOL  
Director, Treasurer, and Chief Operating Officer  
30850 SW 217<sup>th</sup> AVENUE  
HOMESTEAD, FLORIDA 33030

HANNO GUADAYOL  
Director  
15351 SW 302<sup>nd</sup> STREET  
MIAMI, FLORIDA 33033

**ARTICLE VII        INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

EDUARDO GUADAYOL-MESTRES  
1310 NW 19<sup>th</sup> STREET  
HOMESTEAD, FLORIDA 33030

**ARTICLE VIII        INCORPORATOR**

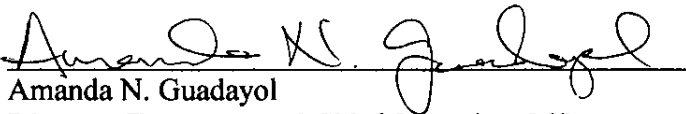
The name and address of the incorporator is:

EDUARDO GUADAYOL-MESTRES  
1310 NW 19<sup>th</sup> STREET  
HOMESTEAD, FLORIDA 33030

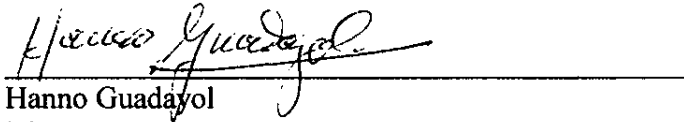
The undersigned have executed these Articles of Incorporation this 10<sup>th</sup> day of January, 2010.

  
Eduardo Guadayol-Mestres  
Director and Chief Executive Officer

01/10/2010  
Date

  
Amanda N. Guadayol  
Director, Treasurer, and Chief Operating Officer

01/10/2010  
Date

  
Hanno Guadayol  
Director

01/10/2010  
Date

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

  
Eduardo Guadayol-Mestres  
Registered Agent and Incorporator

01/10/2010  
Date