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FLORIDA PROFIT/NON PROFIT CORPORATION
HOGAR SAN LUIS INTERNATIONAL, CORP.

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**ARTICLES OF ORGANIZATION
OF
HOGAR SAN LUIS INTERNATIONAL, CORP.**

The Undersigned subscriber to these Articles of Organization is a natural person competent to contract and hereby form a non-profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Organization is
HOGAR SAN LUIS INTERNATIONAL, CORP.
(hereinafter, "Organization").

ARTICLE 2 - PURPOSE OF ORGANIZATION

The purpose of this organization is to provide companionship, logistic support and integral assistance to HIV positive children, teenagers and young adults, as well as to their immediate family members to help them deal with the impact of this syndrome on their lives. In addition, the organization will also develop and deliver educational programs about values to prevent the spread of AIDS. This corporation pursues charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Organization is 2700 Glades Circle, Suite 130, Weston, FL 33827, and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Jorge E Fernandez
18501 Pines Boulevard, Suite 201
Pembroke Pines, FL 33029

ARTICLE 5 - OFFICERS

The Officers of the Organization shall be:

President: Jose Luis Lofrano
Vice-President: Alberto Aure
Secretary: Zoraida Contreras

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Treasurer: Belkys Rodriguez

Whose addresses shall be 2700 Glades Circle, Suite 130, Weston, FL 33327.

ARTICLES 6 – MANNER OF ELECTION

The Directors shall be elected as provided for in the Bylaws.

ARTICLE 7 – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 8 – CAPITAL STOCK

This organization shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 9 – QUALIFICATIONS OF MEMBERSHIP

The categories of memberships, qualifications for membership and the manner of admission shall be as set forth in and regulated by the Bylaws of the Organization.

ARTICLE 10 – VOTING RIGHTS

Members of the Organization will have such voting rights as are provided in the Bylaws of the Organization.

ARTICLE 11 – LIABILITIES FOR DEBTS

Neither the members nor the Board of Directors or officers of the Organization shall be liable for the debts of the Organization.

ARTICLE 12 – REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office of this Organization is GBS Consultants, Inc. 18501 Pines Boulevard, Suite 201, Pembroke Pines, FL 33029.

ARTICLE 13 - EFFECTIVE DATE

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These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 – AMENDMENT

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

ARTICLE 15 – DEDICATION AND DISTRIBUTION OF ASSETS

No part of the net earnings of this corporation shall inure to the benefit of any Member, Director or Officer of this Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes) and no Member, Director or Officer of this Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of this Corporation. In the event of dissolution, the residual assets of this Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 or corresponding section of any prior or future Internal Revenue Code, or to the Federal, State or Local government for exclusive public purposes.

ARTICLE 16 – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses

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incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this APRIL 12, 2011.


Jorge E Fernandez, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF ORGANIZATION

GBS Consultants, Inc. having been named as the Registered Agent for the above stated Corporation at the place designated in the articles hereby accepts to act in this capacity and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Jorge E Fernandez, Vice-President

GBS Consultants, Inc.

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