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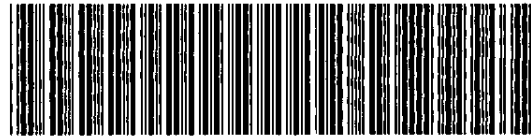
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Division of Corporations  
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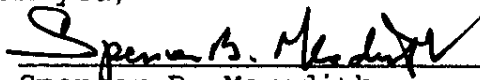
SUBJECT: THE HISTORICAL SOCIETY OF MONTECRISTI, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$87.50

This is for the \$35.00 filing fee, \$35.00 Registered Agent fee, \$8.75 for a Certificate of Status and \$8.75 for a Certified Copy of the Articles of Incorporation.

From: Spencer B. Meredith  
90 Edgewater Drive, #702  
Coral Gables, Florida 33133  
Daytime telephone: 305-668-4472 & cel 305-458-3581  
email: mctaino @ aol.com

Thank you,

  
\_\_\_\_\_  
Spencer B. Meredith  
INCORPORATOR

ARTICLES OF INCORPORATION

OF

THE HISTORICAL SOCIETY OF MONTECRISTI, INC.

ARTICLE ONE: ORGANIZATION

The Corporation is a Florida not-for-profit corporation, pursuant to Chapter 617, Florida Statutes.

The name of the Corporation shall be:

THE HISTORICAL SOCIETY OF MONTECRISTI, INC.

ARTICLE TWO: ADDRESS

The principal place of business and mailing address of the Corporation shall be:

The Historical Society of Montecristi, Inc.  
90 Edgewater Drive, Ste. 702  
Coral Gables, Florida 33133

ARTICLE THREE: PURPOSE

The purpose of the Corporation is to conduct research using printed material, electronic resources, verbal communications and other means, in order to make available to the academic and general public information on the history of the Province of Montecristi, located in the Dominican Republic, which history may cover the period from the beginning of time to the present day. In addition, the Corporation may conduct any activities permitted by law that it believes will further these objectives.

The Corporation may provide financial grants to accredited academics, professionals or students, subject to prior proposal, budget approval and auditing. Information obtained from research conducted by the grantee shall be the joint intellectual property of the grantee and the Corporation, and shall be made available without financial charge via the Internet. In the event of non-compliance by the grantee, future funding may be suspended or terminated temporarily or permanently. The selection of grantees shall be on a nondiscriminatory basis, without regard to race, religion, gender, color or national or ethnic origin.

In furtherance of the purposes of the Corporation:

1. The Corporation is formed for educational, scientific and charitable purposes within the meaning of Section 501 (c) (3) of the

Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers or members, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make grants, donations and payments in furtherance of the purposes set forth herein. It is prohibited from publishing or distributing political propaganda, or otherwise attempting to influence legislation or intervening in any political campaign. The Corporation shall not carry on activities not permitted to corporations when operating with the tax status of Section 501 (c)(3) and/or Section 170 (c)(2) of the Internal Revenue Code or the corresponding sections of any future federal tax code.

2. The Corporation will distribute its net income for each tax year at a time and in a manner, as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation will not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation will not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not, except to an insubstantial degree, engage in activities that are not in furtherance of the purposes of the Corporation.

#### ARTICLE FOUR: MEMBERSHIP

Membership in this Organization is open to those who will support its objectives, By-Laws and operating procedures, and who are approved by a minimum two-thirds majority vote of the Directors. The Directors may, from time to time, increase or decrease the number of members, but at no time shall there be less than three members. The form of invitation and acceptance of new members shall be determined solely by the Directors. When membership is offered, it shall be on a non-discriminatory basis, without regard to race, religion, gender, color or national or ethnic origin.

All Directors must also be Members. Officers may be members but are not required to be members.

#### ARTICLE FIVE: ELECTION OF DIRECTORS & OFFICERS

The Board of Directors shall have three members all of whom shall be citizens of the United States. Directors may also serve as Officers. The Initial Directors and Officers will serve until they resign and are replaced.

Directors may inform the Board of their intention to resign and nominate a replacement, or the two remaining Directors can nominate a replacement. Approval of the replacement is subject to the majority vote of the three Directors prior to the effective resignation of the resigning Director. In the event of the demise of a Director, the two remaining Directors shall promptly select a replacement to serve as Director.

Directors shall serve without compensation.

Officers shall be appointed by a two thirds majority of the three serving Directors.

#### The members of the Initial Board of Directors and Officers are:

Spencer B. Meredith -- President and Treasurer  
90 Edgewater Driven #702, Coral Gables, Florida 33133  
Susan M. Lupien -- Vice President and Secretary  
90 Edgewater Drive, #817, Coral Gables, Florida 33133  
Anne M. Winograd -- Vice President  
17202 Boy Scout Road, Odessa, Florida 33556

#### ARTICLE SIX: REGISTERED AGENT

The name and address of the Registered Agent is:

Spencer B. Meredith  
90 Edgewater Drive, #702, Coral Gables, Florida 33133

#### ARTICLE SEVEN: INCORPORATOR

The name and address of the Incorporator is:

Spencer B. Meredith  
90 Edgewater Drive, #702, Coral Gables, Florida, 33133

#### ARTICLE EIGHT: COMMENCEMENT DATE

The effective commencement date of the Corporation shall be the date of receipt of the filing documents by the State of Florida Division of Corporations. The duration of the Corporation shall be as long as permitted by applicable laws, unless voluntarily terminated by the Board of Directors in accord with applicable laws.

ARTICLE NINE: DISSOLUTION

In the event of dissolution, the assets of the corporation, after paying any lawful debts or obligations, shall be distributed for one or more purposes of the corporation or to an exempt organization as defined by Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in that capacity.

Spencer B. Meredith  
Registered Agent:  
Spencer B. Meredith  
90 Edgewater Drive, #702,  
Coral Gables, Florida 33133

14 June 2011

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes third degree felony as provided for in s.817.155 F.S.

Spencer B. Meredith  
Incorporator:  
Spencer B. Meredith  
90 Edgewater Drive, #702  
Coral Gables, Florida 33133

14 JUNE 2011

Date

FILED

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DEPARTMENT OF STATE  
CORPORATION DIVISION