

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Hearts and Minds of Nicaragua Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

1.

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jonathan Flores
Name (Printed or typed)

3432 SW 11th St
Address

Miami, FL 33135
City, State & Zip

(800) 296-1537
Daytime Telephone number

info@heartsandmindsofnicaragua.org
E-mail address: (to be used for future annual report notification)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 OCT 19 PM 2:48

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Hearts and Minds of Nicaragua Inc.

ARTICLE II PRINCIPAL OFFICE

Principal ~~street~~ address
3432 SW 11th St
Miami, FL 33135

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Mailing address, if different: _____

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The specific purposes for which this corporation is organized are to establish a public charity organization that provides aid to the citizens of Nicaragua by means of health, infrastructure, economy, education, agriculture, community, security, and transportation and to foster awareness of the need of Nicaraguans to our communities through lectures, seminars, exhibits, events and any and all appropriate means.

This corporation is organized exclusively for charitable and educational purposes, 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 distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: As stated in the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: <u>Jonathan Flores</u> Chariman/CEO	Name and Title: _____
Address: <u>3432 SW 11th St</u> <u>Miami, FL 33135</u>	Address: <u>Wendy Flores-Bravo</u> Financial Director/VP <u>18235 NW 73rd Ave</u> <u>Hialeah, FL 33015</u>
Name and Title: <u>Francys Vallecillo</u> ED/President	Name and Title: _____
Address: <u>1735 W 60th St</u> Apt M115 <u>Hialeah, FL 33012</u>	Address: _____
Name and Title: _____	Name and Title: _____
Address: _____	Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Jonathan Flores
Address: 3432 SW 11th St
Miami, FL 33135

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Wendy Flores-Bravo
Address: 18235 NW 73rd Ave
Hiialeah, FL 33015

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 this capacity

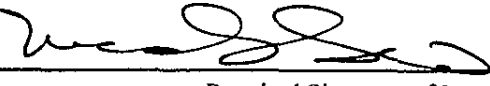


Required Signature of Registered Agent

Oct 1, 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 a third degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator

Oct 1, 2011

Date

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