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11 DEC 30 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** Ministerio Llevando Una Sonrisa, Taking a Smile Ministries, Inc.  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are 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

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

### ADDITIONAL COPY REQUIRED

FROM: MIGDALIA TORRES  
Name (Printed or typed)

212 N.W. 24<sup>th</sup> TERRACE  
Address

CAPE CORAL FL 33993  
City, State & Zip

239-829-5537  
Daytime Telephone number

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 12, 2011

MIGDALIA TORRES  
212 N.W. 24TH TERRACE  
CAPE CORAL, FL 33993

SUBJECT: MINISTERIO LLEVANDO UNA SONRISA, INC.  
Ref. Number: W11000062009

We have received your document for MINISTERIO LLEVANDO UNA SONRISA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 611A00027689

**ARTICLES OF INCORPORATION  
OF  
Ministerio Llevando Una Sonrisa, Taking a Smile Ministries, Inc.  
A Florida Non-Profit Corporation**

**FILED**  
11 DEC 30 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the **State of Florida**.

**ARTICLE I. NAME**

The name of this corporation shall be **Ministerio Llevando Una Sonrisa, Taking a Smile Ministries, Inc.**

**ARTICLE II. PURPOSE**

The general purpose and plan of operation of this corporation shall be teaching the Gospel to the community and Youth. Helping to provide basic needs to those who are in need. Teaching vacation Bible School to the Youth and helping communities to build and to restore Churches.

**ARTICLE III. MANNER OF ELECTION OF DIRECTORS**

The terms of admission and qualification for membership in this corporation shall be by application, written or oral and approved by appointment by the Chief Executive Officer. Any person desiring to aid this corporation and interested in addressing the spiritual, educational, and social needs of this community is eligible to become a member of the board of directors.

**ARTICLE IV. DURATION**

The corporation shall have perpetual existence.

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#### **ARTICLE V. DIRECTORS OR OFFICERS OF THE CORPORATION**

Director: **MIGDALIA TORRES**

**212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993**

Secretary: **ADA C. LAIZ**

**1101 VINYARD STREET, LEHIGH ACRES, FL 33936**

Officer: **REV. EFRAIN TORRES**

**212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993**

Officer: **ERIC SANCHEZ**

**2516 S.W. 24<sup>th</sup> STREET, LEHIGH ACRES, FL 33976**

Officer: **ELVIRA SIERRA**

**706 HANCOCK BRIDGE, CAPE CORAL, FL 33990**

#### **ARTICLE VI. PRINCIPAL OFFICE**

The principal office of this corporation shall be located at **212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993** and the post office address **212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993**.

#### **ARTICLE VII. REGISTERED OFFICE AND AGENT**

The registered office of the corporation shall be at **212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993** and the name of the initial registered agent at such address is **MIGDALIA TORRES**. Either the registered office or the registered agent may be changed in a manner provided by law.

#### **ARTICLE VIII. INCORPORATOR (S)**

The said name and address of Incorporator(s) shall be: **MIGDALIA TORRES, 212 N.W. 24<sup>th</sup> TERRACE, CAPE CORAL, FL 33993**.

## **ARTICLE IX. REGULATION OF BUSINESS**

In furtherance of and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

1. Management. Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the articles of incorporation or amendment thereto, or by the Bylaws as constituted from time to time.
2. Officers. The corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.
3. Contracts. No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in or is a member, director, or officer or are members, directors, or officers of such firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the corporation or in which the corporation is interested; and no contract, act, or transaction of the corporation with any person, firm, association, or corporation shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act, or transaction or in any way connected with such person, firm, association, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the

benefit of himself or herself or any firm, association, or corporation in which he or she may in any way be interested.

4. Notwithstanding Clause. Notwithstanding any other provision of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (3) or corresponding provisions of any subsequent tax laws. Inurement Clause. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, director, or officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of organization.
5. Political/Legislative Clause. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except otherwise provided by IRC 501 (h) ) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

#### **ARTICLE X. AMENDMENTS**

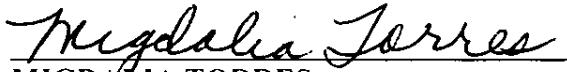
This corporation reserves the right to amend alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law.

#### **ARTICLE XI. DISSOLUTION**

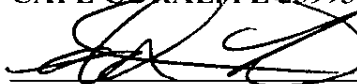
In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such

organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

In Witness Whereof, the undersigned has hereunto set their hands on this  
27<sup>th</sup> day of Dec 2011.




MIGDALIA TORRES  
212 N.W. 24<sup>th</sup> TERRACE  
CAPE CORAL, FL 33993



ADA C. LAIZ  
1101 VINYARD STREET  
LEHIGH ACRES, FL 33936



REV. EFRAIN TORRES  
212 N.W. 24<sup>th</sup> TERRACE  
CAPE CORAL, FL 33993



ERIC SANCHEZ  
2516 S.W. 24<sup>th</sup> STREET  
LEHIGH ACRES, FL 33976



ELVIRA SIERRA  
706 HANCOCK BRIDGE  
CAPE CORAL, FL 33990

FILED  
11 DEC 30 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA




**CONSENT FOR REGISTERED AGENT FOR**

**Ministerio Llevando Una Sonrisa, Taking a Smile Ministries, Inc.**  
**A Florida Non-Profit Corporation**

**FILED**  
**11 DEC 30 AM 11:14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: 12/30/ 2011

  
**MIGDALIA TORRES**  
**212 N.W. 24<sup>th</sup> TERRACE**  
**CAPE CORAL, FL 33993**