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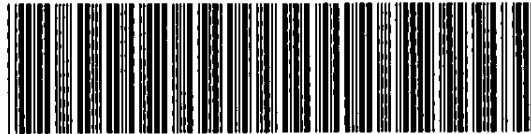
(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_



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DIVISION OF CORPORATIONS  
2012 OCT -5 AM 10:39  
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TO ACKNOWLEDGE  
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FILED  
12 NOV -6 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Special Instructions to Filing Officer:

Orlando w/Lazarus GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT RA page listing Miami  
DATE 11/7/12 as city  
DOC. EXAM MRS Address.  
for  
Corporate

MRS  
11/6/12

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# LAZARUS

## CORPORATE FILING SERVICE

3320 SW 87<sup>TH</sup> AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ANTIGUA Y MISTICA ORDEN ROSACRUZ  
(Corporation Name) (Document #)
2. AMORC PARA LAS AMERICAS, INC.  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

2.00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

### NEW FILINGS

- ☒ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

### AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

### OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

### REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials



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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 8, 2012

LAZARUS CORPORATE FILING SERVICE

SUBJECT: ANTIGUA Y MISTICA ORDEN ROSACRUZ AMORC PARA LAS AMERICAS, INC.

Ref. Number: W12000051394

We have received your document for ANTIGUA Y MISTICA ORDEN ROSACRUZ AMORC PARA LAS AMERICAS, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

List the registered agent address in Article VI. The corporation address must be consistent wherever it appears in your document. In Article II is listed the city of Miami, and on the registered agent certificate is listed the city of Sweetwater.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6052.

Ruby Dunlap

Regulatory Specialist II  
New Filing Section

Letter Number: 712A00024831

FILED

12 NOV -6 AM 9:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Antigua y Mistica Orden Rosacruz AMORC para las Americas, Inc.**

*The undersigned incorporators, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

**Article I**

The name of the corporation shall be:

**Antigua y Mistica Orden Rosacruz AMORC para las Americas, Inc.**

**Article II**

The principal place of business and mailing address of this corporation shall be **11474 West Flagler Street, Miami, Florida 33174.**

**Article III**

Said corporation is organized exclusively for educational and charitable purposes, the making of distributions to organizations that qualify as exempt organizations under section 501©(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code .

The general natural and purpose of the corporation shall be as following, to wit:

- a) To promulgate, assist and further the case of fraternity and sorority and without limitation, charitable, benevolent, educational, social, literary, cultural, artistic and philosophical ideas and ideals, through the conduct of crusades, meetings, publication and distribution of pamphlets, magazines and other writings, the conduct of radio and or television programs, and to perform other congregation functions associated with the goals of the organization expressed herein. Opening a cultural center where members will meet to preserve their believe and express their ideas and share other member ideas..
- b) To engender and develop among its members and with whomsoever they come into contact, the highest principles of the moral, ethical and philosophical aspects of life..

- c) To acquire, through lease or purchase or otherwise, sites for communal or private worship, and for teaching the principles of the Order and for social activities interrelated thereto.**
- d) To purchase, take, hold, lease, rent, sell or mortgage, real property for any purpose whatsoever which would promote the purposes of the Corporation.**
- e) To purchase, take, hold, lease, rent sell, or mortgage, personal property, and do all things incidental or necessary or convenient in order to carry out the express purposes and ideals and goals of the Corporation.**
- f) To ordain qualified exponents lecturers, instructors with authority to expound the principles of the "Gran Logia AMORC" wheresoever possible.**
- g) To solicit and collect voluntary contributions for the purposes of advancing the work of the Corporation and for the purposes of employing such investigative and research personnel and teachers as shall within the conscience of the Corporation be deemed expedient.**
- h) To do everything lawful and necessary to accomplish the foregoing purposes and goals.**
- i) This corporation is organized exclusively for charitable, educational, philosophical and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under sections 501©(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax Code.**
- j) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors or trustees, officers, or other private persons except that the organization 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 the purpose clause hereof.**
- k) No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.**
- l) Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal Tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal Tax code.**

m) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then locate, 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 board of directors election.** The members of the Board of Directors shall be elected by majority vote of current members at the annual meeting of the members. Directors on the Board of Directors shall serve for a term of 3 years. Any director may resign at any time by giving written notice to the president of the board. Any director may be removed from such office, with or without cause, by a two-thirds vote of the voting members at any regular or special meeting of the members called expressly for that purpose.

#### **Article V**

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

<b>Frederick Henry Roland Brisson</b>	<b>11474 West Flagler Street</b>
<b>President</b>	<b>Miami, Florida 33174</b>
<b>Mario de Jesus Gonzalez Garcia</b>	<b>13831 SW 59 Street No. 205</b>
<b>Vpresident</b>	<b>Miami, Florida 33183</b>
<b>Alfredo Javier Villalba Moreno</b>	<b>1671 West 37 Ave. No. 8</b>
<b>Secretary</b>	<b>Hialeah, Florida 33012</b>
<b>Raul Gustavo Perez Moreno</b>	<b>11474 West Flagler Street</b>
<b>Treasurer</b>	<b>Miami, Florida 33174</b>
<b>Jose Francisco Botello</b>	<b>15042 SW 71 Street</b>
<b>Director</b>	<b>Miami, Florida 33193</b>

#### **ARTICLE VI**

A board of directors shall manage the business of the corporation consisting of no less than 5 nor more than 7 directors. A quorum for the holding of a meeting of the board of directors and for the transactions of any business which will be properly done by the directors on behalf of the corporation shall consist of majority of members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

## VII

The name and Florida street address of the initial registered agent are: **Jose Francisco Botello** located at 15042 SW 71 Street, Miami, Florida 33193.

## VIII

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 em-powered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or other-wise 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. If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."




## IX

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. limited in such manner as to require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article Third of this Declaration of Trust, or as shall in the opinion of the trustees, jeopardize the federal income tax exemption of this trust pursuant to section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## Article X

The name and address of the Incorporator to these Articles of Incorporation are Jose Francisco Botello, 15042 SW 71 Street. Miami, Florida 33193.

In witness whereof, we have hereunto set our hands and Seals this 11<sup>th</sup> day of July of 2012.

  
Jose Francisco Botello  
Incorporator

FILED  
12 NOV -6 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

12 NOV -6 AM 9: 26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN**

**FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida.

The name of the corporation is: **Antigua y Mistica Orden Rosacruz AMORC para las Americas, Inc.** place of business at City of **Miami**, State of Florida has named **Jose Francisco Botello** located at **15042 SW 71 STREET, MIAMI, FLORIDA 33183** to accept process in State of Florida County of **Miami-Dade**.

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 I am familiar with and accept the obligations of my position as Registered Agent.

  
**Jose Francisco Botello**  
**Registered Agent**