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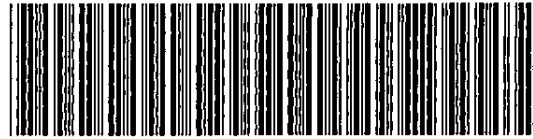
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 406081 4303929

AUTHORIZATION :

COST LIMIT : 978.75

ORDER DATE : December 4, 2014

ORDER TIME : 10:04 AM

ORDER NO. : 406081-005

CUSTOMER NO: 4303929

DOMESTIC FILING

NAME: GUATEMALAN AMERICAN
FOUNDATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
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☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams - EXT. 62935

EXAMINER'S INITIALS:

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**ARTICLES OF INCORPORATION
OF
GUATEMALAN AMERICAN FOUNDATION, INC.
(a Florida Not for Profit Corporation)**

**ARTICLE I.
NAME**

The name of the corporation shall be "GUATEMALAN AMERICAN FOUNDATION, INC." (hereinafter referred to as the "Corporation").

**ARTICLE II.
ADDRESS OF PRINCIPAL OFFICE**

The street address of the initial principal office and the mailing address of the Corporation is 6841 SW 104th St. Pinecrest, FL 33156.

**ARTICLE III.
PURPOSE**

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provision of any future federal tax code.

**ARTICLE IV.
MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as stated in the Bylaws of the Corporation.

**ARTICLE V.
INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Michael Ascoli	255 Glenridge Road Key Biscayne FL 33149
Stephanie Ascoli	255 Glenridge Road Key Biscayne FL 33149
Alexandra M. Aguirre	6841 SW 104 th St. Pinecrest, FL 33156

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ARTICLE VI.
LIMITATIONS

A. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, 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 Article IV hereof.

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

C. 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, and 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 Code Section 501(c)(3), or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

ARTICLE VII.
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is Corporation Service Company, and the street address of the Corporation's initial registered agent is 1201 Hays Street, Tallahassee, Florida 32301.

ARTICLE VIII.
INCORPORATOR

The name of the sole incorporator of the Corporation is Alexandra Aguirre and the address of such incorporator is 333 SE 2nd Ave. Miami, FL 33131.

ARTICLE IX.
DISTRIBUTION ON DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws. Any such assets not so distributed shall be distributed 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.

The undersigned executes these Articles of Incorporation of **GUATEMALAN AMERICAN FOUNDATION, INC.** this 4th day of December 2014.



ALEXANDRA M. AGUIRRE, Incorporator

**CONSENT OF REGISTERED AGENT
OF
COVENANT HEALTH AND COMMUNITY SERVICES, INC.**

The undersigned, Corporation Service Company, having been named as registered agent to accept service of process for GUATEMALAN AMERICAN FOUNDATION, INC., a Florida Not for Profit corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of registered agent.

CORPORATION SERVICE COMPANY

By: C. Williams

Name: Courtney Williams

Title: Asst. Vice President

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