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Florida Department of State
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FUNDACION PUNTOS DE LUZ INC**

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May 20, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FUNDACION PUNTOS DE LUZ INC
2786 SW 30TH CT
MIAMI, FL 33133

SUBJECT: FUNDACION PUNTOS DE LUZ INC
REF: N16000001999

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must state that there are no members or members entitled to vote.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

FAX Aud. #: E16000124129
Letter Number: 916A00010742

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P.O BOX 6327 - Tallahassee, Florida 32314

Amend and RESTART ARTICLES OF INCORP.

ARTICLES OF INCORPORATION

ARTICLE I

NAME

1.01 Name

The name of this corporation shall be FUNDACION PUNTOS DE LUZ, INC

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

FUNDACION PUNTOS DE LUZ, INC is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. FUNDACION PUNTOS DE LUZ, INC'S purpose is to : provide education by giving free access to our educative programs in schools, libraries, and other public venues as well as utilizing social media channels and the corporation's website to provide facts, statistics, and other related data on causes, current efforts and solutions to eradicating social, economic and educational problems. Our programs include development of knowledge, intellect, creating social and economic leaders through education, strengthening industry self-employed, among others to raise social consciousness about the cause on a local and global level, and to hold fundraising events in order to provide access to an education free of ideologies and rich in knowledge, regardless of their race, ethnicity, or religion.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the Internal revenue code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

FUNDACION PUNTOS DE LUZ, INC 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 corresponding section of any future federal tax code. No part of the net earnings of FUNDACION PUNTOS DE LUZ, INC 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization,

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COUNTY OF LOS ANGELES

contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FUNDACION PUNTOS DE LUZ, INC is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of FUNDACION PUNTOS DE LUZ, INC of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the FUNDACION PUNTOS DE LUZ, INC any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986 which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the FUNDACION PUNTOS DE LUZ, INC hereunder shall be selected by the discretion of a majority of the managing body of the FUNDACION PUNTOS DE LUZ, INC members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the FUNDACION PUNTOS DE LUZ, INC one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida. In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.05 Restricted Activities

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

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

FUNDACION PUNTOS DE LUZ, INC shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be (they will be selected at the discretion of the foundation but without any internal interest, before starting our project) By the time, the current staff of FUNDACION PUNTOS DE LUZ, INC is who takes the relevant decisions for good management and development in the beginning of the Foundation.

ARTICLE VI

MEMBERSHIP

6.01 Membership

FUNDACION PUNTOS DE LUZ, INC shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors. By the time, the current staff FUNDACION PUNTOS DE LUZ, INC is who takes the relevant decisions for good management and development in the beginning of the Foundation.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

2786 SW 30TH CT

Miami, FL 33133

the mailing address of the corporation is:

2786 SW 30TH CT

Miami, FL 33133

ARTICLE IX

Appointment of registered agent

9.01 Registered Agent

The registered agent of the corporation shall be:

Jurek Martinez

2786 SW 30TH CT

Miami, FL 33133

ARTICLE X

INCORPORATOR

The incorporators of the corporation are as follow:

Jurek Martinez
2786 SW 30TH CT
Miami, FL 33133

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation FUNDACION PUNTOS DE LUZ, INC were approved by the board of directors and the members on 05/18/2016 and constitute a complete copy of Articles of Incorporation of the FUNDACION PUNTOS DE LUZ, INC

Names and addresses of all directors and incorporators.

Jurek Martinez (President/CEO)
2786 SW 30TH CT Miami, FL 33133

Nelson Sanchez Garcia (Executive Vice President/COO)
701 Roseland Dr West Palm Beach, FL 33405

Maylys Sanchez (Human Resources/CHRO)
2786 SW 30TH CT Miami, FL 33133

Hector Valle Falcon (Vice President/CMO)
15830 92ND Way N Jupiter, FL 33478

Maria B Arencibia (Vice President Finance/CFO)
2009 SW 129 Court Miami, FL 33175

Liria Lamas (Vice President IT/CIO)
25720 SW 128TH CT Homestead, FL 33032

Ivo Luis (Executive Director)
2920 NW 18 AVE Miami, FL 33142

Pedro Jose Lopez (Executive Director)
9820 SW 49 ST Miami, FL 33165

Erelvis Jimenez Rodriguez (Executive Assistant)
7203 Bellerive Dr Houston TX 27036

Acknowledgment of consent to appointment as registered agent

I, Jurek Martinez, agree to continue as the registered agent for FUNDACION PUNTOS DE LUZ, INC as appointed herein.

Incorporator / Registered Agent

Date: 05/23/2016

