

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H16000263901 3)))



H160002639013ASC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.**  
Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
Account Number : 075350000353  
Phone : (800) 221-2972  
Fax Number : (888) 692-9256

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Cuban Art Foundation Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

V HERRING  
OCT 26 2016

FILED

2015 OCT 25 PM 12:23

CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**CUBAN ART FOUNDATION, INC.**

**A NONPROFIT CORPORATION ORGANIZED UNDER  
THE GENERAL CORPORATION LAW OF THE STATE OF FLORIDA  
PURSUANT TO CHAPTER 617.0202, F.S.**

Article I: The name of the corporation is Cuban Art Foundation, Inc.

Article II: The principal place of business and mailing address of the corporation is:

35E Venetian Way 113  
Miami Beach, FL 33139

Article III: The specific purpose or purposes for which the corporation is organized is to advance the knowledge of Cuban art from its early beginning in the early XIX Century to the present XXI Century that qualify as exempt organizations under Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (herein the "Code")(or the corresponding provisions of any future United States Internal Revenue Code). In furtherance of its corporate purposes, the corporation shall have all the general power enumerated in Section 202 of the Not-For-Profit Corporation law, together with the powers to solicit grants and contributions for the corporate purposes.

Notwithstanding any provision of this Certificate or any provisions of applicable state law to the contrary, the corporation is not authorized to make any payments or distributions, to engage in regular business of a kind ordinarily carried on for profit or otherwise carry on any activities, which would cause it to fail to qualify, or to continue to qualify, as an organization exempt from federal income tax under section 501(c)(3) of the Code.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in Not-or-Profit Corporation Law, Section 404(b)-(v).

The corporation shall be a Type B corporation pursuant to section 201 of the Not-For-Profit Corporation Law.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reason-able compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private

individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to another organization exempt 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 public purposes, subject to an order of a Justice of the Supreme Court of the State of Florida.

In any taxable year in which the corporation is a private foundation as described in section 509(a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code and the corporation shall not:

- a. Engage in any act of self-dealing as defined in Section 4941(d) of the Code
- b. Retain any excess business holdings as defined in Section 4943(c) of the Code
- c. Make any investments in such manner as to subject the corporation to tax under section 4944 of the Code or
- d. Make any taxable expenditure as defined in section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, its members, 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 purposes set forth in these articles of incorporation. 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 provisions 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 Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all

of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, such as the court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

Article IV: The Directors shall be elected/appointed as provided in the Bylaws of the Corporation

Article V: The names, address and titles of the Directors/Officers are:

Emilio M. Ortiz  
791 Crandon Blvd. #1505  
Key Biscayne, FL 33149

Alejandro S. Román  
35E Venetian Way 113  
Miami Beach, FL 33139

Dolores L. Rodríguez  
7995 SW 86th St. Apt. 323  
Miami, FL 33143

Article VI: The name and address of the initial Registered Agent is:

Alejandro S. Román  
35E Venetian Way 113  
Miami Beach, FL 33139

Article VII: The name and address of the Incorporators are:

Alejandro S. Román  
35E Venetian Way 113  
Miami Beach, FL 33139

Emilio M. Ortiz  
791 Crandon Blvd. #1505  
Key Biscayne, FL 33149

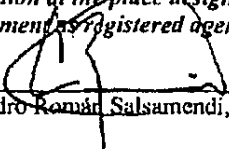
FILED

2016 OCT 25 PM 12:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VIII: The effective date of incorporation shall be the date the Articles of Incorporation are filed in the Florida Department of State.

*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*

  
Alejandro Román Salsamendi, Registered Agent

10/25/2016  
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.*

  
Emilio M. Ortiz, Incorporator

10/25/2016  
Date

  
Alejandro Román Salsamendi, Incorporator

10/25/2016  
Date