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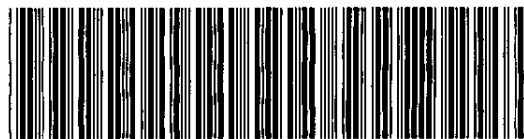
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1. Alejandro Otero - Pardo Foundation Corp.
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

2017 JAN 26 PM 4:01
STANDARD
TALLAHASSEE, FL 32303

SPECIAL INSTRUCTIONS:

**Articles of Incorporation
For
Alejandro Otero-Pardo Foundation Corp.**

FILED

2017 JAN 24 PM 4:01

Article I

The name of the corporation is: **Alejandro Otero-Pardo Foundation Corp.**

SEAL OF THE STATE OF FLORIDA
TALLAHASSEE

Article II

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

360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Article III

The purpose for which this corporation is organized is exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)3 of the Internal Revenue Code.

The Directors agree that no part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized 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. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or issuing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

This non-profit organization is educational in nature, as it encourages research of the work, life, and thought of Alejandro Otero and Mercedes Pardo, two key figures of Latin-American modern Art, as well as the artistic and historic context in which they developed their work. It promotes exhibitions, publications, educational programs, and all kinds of cultural events that contribute to the fulfillment of its objectives.

The Alejandro Otero-Pardo Foundation Corp. aims to protect, promote, and develop the legacy of these two Venezuelan artists who realized most of their creative work side by side.

Upon the dissolution of the corporation, the Board, after paying or making provision for the payment of all of the liabilities of the corporation, shall 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 charitable, educational purposes or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law), as the Board shall determine. Any such assets not so disposed of shall be disposed by the Court of Common Pleas 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.

Article IV

The manner in which the Directors are elected and appointed is as provided in the bylaws.

Article V

The initial officer(s) and/or directors:

Title: Director
Mercedes Otero Pardo
360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Title: Director
Carmen Julieta Centeno
360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Title: Director
Carolina Otero Zubizarreta
360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Title: Director
Alexander Slatopolsky
360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Title: Director
Rafael Romero
360 Meridian Avenue, Apt. 4C
Miami Beach, Florida 33139

Article VI

The name and Florida street address of the registered agent is:

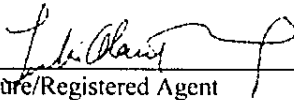
Rozencwaig & Nadel, LLP
301 W. Hallandale Beach Boulevard
Hallandale Beach, FL 33009

Article VII

The name and address of the incorporator is:

Leslie Alan Rozencwaig, Esq.
301 W. Hallandale Beach Boulevard
Hallandale Beach, FL 33009

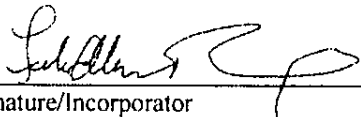
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.



Signature/Registered Agent

01/23/17
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.



Signature/Incorporator

01/23/17
Date

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2017 JAN 24 PM 4:01
SECRET
TALLAHASSEE, FL 32301