

N23000004432

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

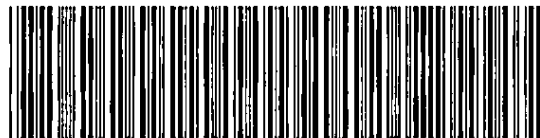
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300405991663

CHATHAM
APR 13 2023

FILED
2023 APR 14 AM 11:42
SECRETARY OF STATE

2023 APR 14 PM 2:16
SECRETARY OF STATE

FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 04/14/23

NAME: MIGUEL TORREBIARTE SOHANIN FOUNDATION INC.

TYPE OF FILING: ARTICLES

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



ARTICLES OF INCORPORATION

of

MIGUEL TORREBIARTE SOHANIN FOUNDATION, INC.,
a Florida not-for-profit corporation
("Corporation")

The undersigned Incorporator, for purposes of forming a Florida not-for-profit corporation under the Florida Not for Profit Corporations Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation is:

MIGUEL TORREBIARTE SOHANIN FOUNDATION, INC.

ARTICLE II PRINCIPAL AND MAILING ADDRESS

The initial principal place of business of the Corporation shall be located at:

4770 BISCAYNE BLVD., SUITE 600
MIAMI, FLORIDA 33137

The mailing address of the Corporation is:

4770 BISCAYNE BLVD., SUITE 600
MIAMI, FLORIDA 33137

ARTICLE III PURPOSE

The specific purpose for which this Corporation is organized is:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR AMENDMENT THERETO).

WITHOUT LIMITING THE FOREGOING GENERAL PURPOSES OF THE CORPORATION, THE SPECIFIC PURPOSE FOR WHICH THE

FILED
2023 APR 14 AM 11:42
SECRETARY OF STATE
FLORIDA

CORPORATION IS ORGANIZED IS TO CONTRIBUTE AND IMPROVE THE QUALITY OF LIFE (INCLUDING BUT NOT LIMITED TO HEALTH-RELATED AND EDUCATIONAL INITIATIVES) FOR THE INHABITANTS OF THE COMMUNITIES AROUND THE MUNICIPALITY OF ALTA VERAPAZ, GUATEMALA. ADDITIONALLY, THE CORPORATION WILL WORK TO REDUCE MALNUTRITION THROUGH ANTHROPOMETRIC MEASURES WHILE MONITORING EXPECTING MOTHERS THROUGHOUT AND MONITORING THE NEWBORN CHILDREN UP TO TWO (2) YEARS OF AGE. FURTHERMORE, THE CORPORATION SHALL PROVIDE DIRECT CARE AND EDUCATIONAL PROGRAMS RELATED TO HEALTH AND NUTRITION.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The manner in which Directors are elected or appointed is provided in the Bylaws of the Corporation.

ARTICLE V
OFFICERS

The Officers of the Corporation shall be:

DIEGO RAFAEL TORREBIARTE ALVARADO
4770 BISCAYNE BLVD., SUITE 600
MIAMI, FLORIDA 33137

PRESIDENT
SECRETARY
TREASURER

2023 APR 14 AM 11:42
FILED
SECRETARY
TALLER
CORPORATE

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

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

DISCHINO & SCHAMY, PLLC
4770 BISCAYNE BLVD., SUITE 600
MIAMI, FLORIDA 33137

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is:

DIEGO RAFAEL TORREBIARTE ALVARADO
4770 BISCAYNE BLVD., SUITE 600
MIAMI, FLORIDA 33137

ARTICLE VIII
BYLAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL THE BYLAWS OF MIGUEL TORREBIARTE SOHANIN FOUNDATION, INC. SHALL BE VESTED IN THE DIRECTORS OF THE CORPORATION, AS MORE SPECIFICALLY PROVIDED IN THE BYLAWS OF THE CORPORATION.

ARTICLE IX
BOARD OF DIRECTORS

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS COMPRISE OF A MINIMUM OF THREE (3) INDIVIDUALS.

ARTICLE X
LIMITATION OF ACTIVITIES

SECTION 1. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS SECTION 501(C)(3) PURPOSES.

SECTION 2. 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.

SECTION 3. 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 OR 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 A CORPORATION OR 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.)

ARTICLE XI
DISSOLUTION

2023 APR 14 AM 11:42
FILED

UPON THE DISSOLUTION OF THE CORPORATION, THE DIRECTORS OF THE CORPORATION SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISTRIBUTE ALL THE RESIDUAL ASSETS OF THE CORPORATION TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS OR SCIENTIFIC PURPOSES WHICH, AT THE TIME OF SUCH DISPOSITION, QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501(C)(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.

ARTICLE XII
AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY THE DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH THE PROCEDURE SET FORTH IN CHAPTER 617, FLORIDA STATUTES, AS MAY BE AMENDED FROM TIME TO TIME.

ARTICLE XIII
EFFECTIVE DATE

The effective date of the Corporation shall be March 1, 2023.

INCORPORATOR:

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.

By: _____
Diego Rafael Correbiarte Alvarado

REGISTERED AGENT:

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.

By: _____
Christopher A. DiSchino, Esq.

2023 APR 14 AM 11:42
FILED