

Florida Department of State  
 Division of Corporations  
 1900 North Pine Street  
 Tallahassee, Florida 32301-2400

**N2400008796**

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**To:**

Division of Corporations  
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**From:**

Account Name : THE KANNICO AGENCY  
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 Phone : (561)208-6468  
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Email Address: kstevens@kannico.com

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Adentro International Inc.**

Certificate of Status	0
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Adentro International Inc. Articles of Incorporation

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**Adentro International Inc.**

A Florida Not For Profit Corporation

**ARTICLES OF INCORPORATION**

**ARTICLE I NAME**

The name of the Corporation shall be **Adentro International Inc.**, (hereinafter referred to as the "Corporation") a not for profit corporation organized under the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

**ARTICLE II PRINCIPAL OFFICE**

Principal **street** address of the Corporation:

3250 NE 1<sup>st</sup> Ave  
Suite 323  
Miami, FL 33137

**ARTICLE III PURPOSE**

This Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (hereinafter referred to as the "Code") including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code.

The purpose of this Corporation is to contribute through quality education, social and economic development, as well as the cultural advancement of Guatemala, particularly for groups and communities facing social vulnerability.

The Corporation shall accept gifts, donations and endowments, and have the power to make grants, gifts, expenditures and endowments for or to any charitable or educational undertaking, organization, institution or purpose anywhere in the world that meets the tax-exempt requirements of 501(c)(3) section of the Code.



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Adentro International Inc. Articles of Incorporation

**ARTICLE IV NOT FOR PROFIT NATURE**

- (a) Adentro International Inc. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations as defined in §501(c)(3) and 170(c)(2) of the Code or the corresponding provisions of any future United States Internal Revenue law including without limitation the purposes stated in its Articles of Incorporation and the following purposes, but only to the extent that they are within the scope of such exempt purposes:
- (b) No director, officer, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation. No loans shall be made by the Corporation to its directors or officers. No director, officer, or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation, provided that this shall not prevent the reimbursement of expenses incurred by such persons for and on behalf of the Corporation and the payment of reasonable compensation for services rendered to or for the Corporation as shall be approved by the Board of Directors. 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.
- (c) All directors and officers of the Corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, after compliance with all applicable laws, the assets of the Corporation then remaining in the hands of the Board of Directors shall be transferred, conveyed, delivered and paid over for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the 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. 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE V MANNER OF ELECTION**

Directors shall be appointed or elected as indicated in the bylaws of the Corporation.

**ARTICLE VI INITIAL OFFICERS AND DIRECTORS**

Name and Title:

Ricardo Arjona Torres – Director and President  
3250 NE 1st Ave  
Suite 323

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Adentro International Inc. Articles of Incorporation

Miami, FL 33137

Deysy Emilia Arvelo Guerrero – Director and Treasurer  
3250 NE 1st Ave  
Suite 323  
Miami, FL 33137

Guillermo Jose Perez Ruperez – Director and Secretary  
3250 NE 1st Ave  
Suite 323  
Miami, FL 33137

**ARTICLE VII REGISTERED AGENT**

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

Name: Registered Agents Inc.

Address: 7901 4th St. N. Ste. 300  
St. Petersburg, FL 33702  
Pinellas County

**ARTICLE VIII INCORPORATOR**

The name and address of the incorporator is:

Name: Kirsten Stevens

Address: 301 W. Atlantic Avenue  
Suite 0-5  
Delray Beach, FL 33444

*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.*

*Kirsten Stevens*

Kirsten Stevens  
Required Signature of Incorporator

7/1/2024

Date



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**Statement of Consent by Registered Agent**

I, David Roberts, hereby affirm that Registered Agents Inc has consented to and accepted the appointment as the authorized registered agent to receive and accept service of process within the jurisdiction of Florida, on behalf of the entity Adentro International Inc.

Service of process may be completed by clearly directing any communications towards the intended entity recipient "To: Adentro International Inc. in care of RA: Registered Agents Inc" and delivered to the following address:

7901 4th St N STE 300St. Petersburg, FL 33702Date 07/02/2024

x David Roberts

Title: Assistant Secretary

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