

N95000001079

RICARDO MARTINEZ-CID

PROFESSOR OF ACCOUNTING
ACCOUNTANT

RE: WATSON, JAMES E. (WATSON, JR.) (SSN: [REDACTED]) (DOB: [REDACTED]) (MARR: [REDACTED]) (CIT: [REDACTED])

December 31, 1994

Secretary of State
State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100001387211
-01/23/95--01090--018
***122.50 ***122.50

Re: COMMUNITY ACTION FOUNDATION, INC.

Gentlemen:

Enclosed herewith please find an original and a copy of Articles of Incorporation for COMMUNITY ACTION FOUNDATION, INC., together with a check in the amount of One Hundred Twenty Two and 50/100 (\$122.50) Dollars, to cover your filing fee (\$35.00), resident agent fee (\$35.00) and a certified copy of the articles (\$52.50).

Cordially yours,


Ricardo Martinez-Cid

RMC/bm

cc: Directors

Encls.

5/8



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1995

RICARDO MARTINEZ-CID, ESQ.
1699 CORAL WAY, STE. 510
STE. 510
MIAMI, FL 33145-2860

SUBJECT: COMMUNITY ACTION FOUNDATION, INC.
Ref. Number: W95000001855

We have received your document for COMMUNITY ACTION FOUNDATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Article II paragraph A you have made reference "for a corporation of profit entitled to non-profit status"... There are no provisions in Chapter 617 for a corporation not for profit to file in this manner. Please correct your document before resubmitting it for filing.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 895A00003329

ARTICLES OF INCORPORATION
COMMUNITY ACTION FOUNDATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I
NAME

The name of this Corporation shall be the COMMUNITY ACTION FOUNDATION, INC., hereinafter designated the "Corporation."

ARTICLE II
PURPOSES

The general nature, objects and purposes of the Corporation shall be to:

A. Collect, transport and distribute, within the guidelines established by law, humanitarian assistance, geared to stimulate and promote self-help, economic development and auto-sufficiency, independent of government bureaucracy, and educational support to the People of Cuba, supporting world-wide peace, improved health care, respect for the environment, through private channels, and to promote, at community level, directly interacting with the people, the efficient management of resources to be distributed by the Corporation, and all of the lawful business incident thereto for non-profit corporation, entitled to non-profit status on the Internal Revenue.

B. Within the scope of the foregoing, the Corporation is specifically organized for the following purposes:

1. To organize, support and promote cooperative relations, meetings, forums and the exchange ideas with other corporations, Groups, and individuals sharing the same goals and ideals.
2. To submit proposals to institutions of public and private education to help with the promotion of its goals and ideals.
3. To distribute information such as magazines, newspapers, informative newsletters and radio and television programs related to the goals of the Corporation.
4. To organize support, and promote seminars, and educational conferences to promote community participation and individual skills consistent with the goals of the Corporation.

5. To organize, support and promote cooperative efforts between the corporation and other domestic and international educational and other institutions sharing similar goals.

6. To otherwise organize support and promote by all lawful means for a Florida corporation not for profit entitled to non-profit status under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of subsequent federal tax laws.

7. To promote and organize fund-raising efforts to support the foregoing projects.

ARTICLE III GENERAL POWERS

General powers of the Corporation shall be all powers incident to promoting its objectives.

ARTICLE IV MEMBERS & DIRECTORS

The members shall consist of the first Board of Directors and any other members elected by a majority of the Board, and its successor are assigns. The initial Board of Directors and members of the Corporation are five (5), to wit: LUIS BANDRICH, MARIO CABELLO GONZALEZ, ROBERTO CARBALLO DIAZ, DR. GUILLERMO GUTIERREZ CABEZAS, JOSE LUIS HERNANDEZ VAZQUEZ, and RICARDO MARTINEZ-CID, of 7961 N.W. 14 Street, Miami, Florida 33126. Future directors shall be elected in the manner established in the By-Laws.

ARTICLE V OFFICERS

The officers of the Corporation, with addresses which appear in Article IV above, shall be:

President:	DR. GUILLERMO GUTIERREZ CABEZAS
Vice Presidents:	MARIO CABELLO GONZALEZ
	ROBERTO CARBALLO DIAZ
	JOSE LUIS HERNANDEZ VAZQUEZ
	LUIS BANDRICH
Secretary:	MARIO CABELLO GONZALEZ
Treasurer:	JOSE LUIS HERNANDEZ VAZQUEZ

ARTICLE VI CORPORATE BEGINNING AND EXISTENCE

The Corporation shall begin its corporate existence upon the

filing of this articles with the Secretary of State, and shall have perpetual existence.

ARTICLE VII
BY-LAWS

The Board shall adopt By-Laws consistent with these articles.

ARTICLE VIII
AMENDMENT TO ARTICLES

May the Articles may be altered, amended, or repealed by resolution of the Board.

ARTICLE IX
SUBSCRIBERS

The names of the subscribers are MARIO CABELLO GONZALEZ, ROBERTO CARBALLO DIAZ, DR. GUILLERMO GUTIERREZ CABEZAS, JOSE LUIS HERNANDEZ VAZQUEZ, and RICARDO MARTINEZ-CID. Their addresses are as set forth in Article IV above.

ARTICLE X
INITIAL CORPORATE AND REGISTERED OFFICE OF THE CORPORATION

The Corporation shall have its initial registered office at 1699 Coral Way, Suite 510, Miami, Florida. The corporate address and mailing address shall be the same.

ARTICLE X
INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. The Corporation hereby agrees to indemnify any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

1. Whether civil, criminal, administrative, or investigative, other than one by or in the right of the Corporation to procure a judgement in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture; trust or other enterprise which he/she fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable interest of the Corporation, such action was in the best interest of the reasonable ground for belief that such action wa unlawful. The

termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interest of the Corporation or that he/she had reasonable grounds for belief that such action was unlawful.

2. By or in the right of the Corporation to procure a judgement in this favor by reason of his being or having been a director or officer of the Corporation, or by reason of his being or having been a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he/she served at the request of the Corporation, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with the defense or settlement of such action, or in connection with an appeal therein if such person acted in good faith in the reasonable belief that such action was in the best interest of the Corporation. Such person shall not be entitled to indemnification in relation to matters to which such person has been adjudged to have been guilty of gross negligence or misconduct in the performance of his duty to the Corporation unless, and only to the extent that, the court, administrative proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonable entitled to indemnification for such expenses which such tribunal shall deem proper.

B. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

ARTICLE XI TRANSACTION IN WHICH DIRECTORS OFFICERS AND MEMBERS ARE INTERESTED

A. No contract or transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, partnership,

association, officers are directors or officers, have a financial interest, shall be invalid, void or voidable solely for this reason, or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the Corporation shall incur liability by reason of the fact that he/she is or may be interested in any such contract or transaction.

B. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board or of a committee which authorized the contract or transaction.

C. No part of the net earnings of the corporation shall inure to the benefit of any Member, Director or Officer of the corporation or any private individual. Provided, however, that (i) reasonable compensation may be paid for services rendered by any Member, Director or Officer to or for the Corporation, and (ii) this provision shall not prohibit the reimbursement of funds advanced to, for or on behalf of the Corporation by any Member, Director or Officer when said funds are advanced with the consent and knowledge of the Corporation, evidenced by the written approval of the majority of the Board, including, without limitation, transportation and other travel expenses.

ARTICLE XII DISSOLUTION OF THE CORPORATION

A. Upon dissolution of the Corporation, all of its assets, remaining after provision for creditors and payment of all costs and expenses of such dissolution, shall be distributed to other non-profit corporation(s) devoted to similar goals.

1. Real property contributed to the Association without the receipt of other than nominal consideration by a Class B. Member (or its predecessor in interest), but excluding therefrom the Recreation Parcels which it is intended shall be distributed in the manner provided in 2 below, shall be returned to the Class B Member (whether or not a Class B Member at the time of such dissolution), unless it refuses to accept the conveyance (in whole or in part).
2. Remaining asset shall be distributed among the members, subject to the limitations set forth below, as tenants in common, each members share of the assets to be determined in accordance with its voting rights.

B. The Corporation may be dissolved upon a resolution to that effect being recommended by three-fourth (3/4) of the

members of the Board, and, if such decree be necessary at the time of dissolution, after receipt of an appropriate decree as set forth in Florida Statutes Section 617.05 or statute of similar import, and approved by two-thirds (2/3) of the voting rights of the Corporation's members.

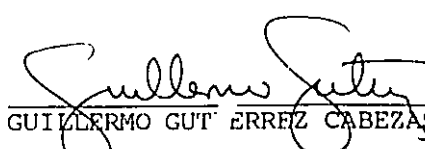
IN WITNESS WHEREOF, the said subscribers have hereto set their hands and seals this 31st day of December, 1994.

Signed, sealed and
delivered in the
presence of:



LUIS BANDRICH


MARIO CABELLO GONZALEZ


ROBERTO CARBALLO DIAZ

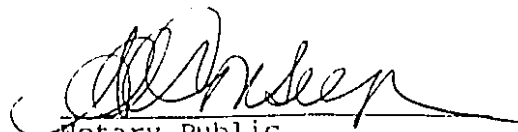

GUILLERMO GUTIERREZ CABEZAS


JOSE LUIS HERNANDEZ VAZQUEZ


RICARDO MARTINEZ

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 31st day of December, 1994, by ROBERTO CARBALLO DIAZ, DR. GUILLERMO GUTIERREZ CABEZAS, JOSE LUIS HERNANDEZ VAZQUEZ, and RICARDO MARTINEZ-CID, who are either personally known to me, or provided their respective Florida Driver's Licenses as identification, and did take an oath.


Notary Public
State of Florida at Large

My commission expires:



ALICIA M CONSUEGRA
My Commission CC416435
Expires Nov. 28, 1998
Bonded by HAI
100-422-1555

CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That COMMUNITY ACTION FOUNDATION, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named RICARDO MARTINEZ-CID, located at 1699 Coral Way, Suite 510, Miami, Florida 33145, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of
COMMUNITY ACTION FOUNDATION, INC.
to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this 31st day of December, 1994.



RICARDO MARTINEZ-CID
Registered Agent

FILE NOW: FILING FEE IS \$61.25

NONPROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. McMan
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # N95000001079 (1)
Corporation Name
COMMUNITY ACTION FOUNDATION, INC.

Principal Place of Business
1699 CORAL WAY, STE. 510
MIAMI FL 33145

Mailing Address
1699 CORAL WAY, STE. 510
MIAMI FL 33145

2 Principal Place of Business
21 1961 NW 14 ST.
Suite, Apt. #, etc
22 MIAMI, FL.
City & State
23 33126
Zip

2a Mailing Address
26 1961 NW 14 ST
Suite, Apt. #, etc
27 MIAMI, FL
City & State
28 33126
Zip

Country
USA

MARTINEZ-CID, RICARDO
1699 CORAL WAY, STE. 510
MIAMI FL 33145

9. Name and Address of Current Registered Agent

81 Name ROBERTO CARBALLO DIAZ
82 Street Address (P.O. Box Number is Not Acceptable)
1961 NW 14 ST.
83 FL
84 City MIAMI
85 Zip Code 33126

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, the Florida Statutes.

SIGNATURE _____
Signature of current registered agent and the corporation's board of directors

ROBERTO CARBALLO DIAZ
DATE 4.30.96
ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
☐ Change ☒ Addition

12. OFFICERS AND DIRECTORS
12.1 NAME BANDRICH, LUIS
12.2 STREET ADDRESS 7961 N.W. 14 ST.
12.3 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE
12.4 NAME CABELLO GONZALEZ, MARIO
12.5 STREET ADDRESS 7961 N.W. 14 ST.
12.6 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE
12.7 NAME CARBALLO DIAZ, ROBERTO
12.8 STREET ADDRESS 7961 N.W. 14 ST.
12.9 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE
12.10 NAME GUTIERREZ CABEZAS, GUILLERMO
12.11 STREET ADDRESS 7961 N.W. 14 ST.
12.12 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE
12.13 NAME MARTINEZ-CID, RICARDO
12.14 STREET ADDRESS 7961 NW 14 ST.
12.15 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE
12.16 NAME HERNANDEZ VAZQUEZ, JOSE LUIS
12.17 STREET ADDRESS 7961 NW 14 ST.
12.18 CITY-STATE-ZIP MIAMI FL 33126
☐ DELETE

13. ADDITIONAL INFORMATION
13.1 TITLE DIRECTOR
13.2 NAME ENRIQUE SACERD
13.3 STREET ADDRESS 7961 NW 14 ST
13.4 CITY-STATE-ZIP MIAMI, FL, 33126
☐ Change ☐ Addition
13.5 100002019361--0
-12/04/96--01057--005
*****175.00 *****175.00
13.6 100002019361--0
-12/04/96--01057--005
*****70.00 *****70.00
☐ Change ☐ Addition

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

ROBERTO CARBALLO DIAZ
Date 4.30.96
Telephone (305) 592-9391
0003453

FILED

96 DEC -3 AM 11:00

SECRETARY OF STATE

REINSTATEMENT 96cw

3. Date incorporated or Qualified 03/06/1995
3a. Date of Last Report
4. Filing Number
5. Certificate of Status Desired ☒
6. Election Campaign Financing ☐
7. Trust Fund Contribution ☐
8. This corporation is liable for intangible tax under s. 193.032, Florida Statutes ☐ Yes ☒ No
9. Name and Address of New Registered Agent

CR2E037 (12/95)