

N95000002298

Beatriz Milia
2277 S.W. 19th Street
Miami, FL 33145

FILED
95 MAY 11 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 24, 1995

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100001440581
-03/27/95--01030--010
***122.50 ***122.50

Re: Teatro Genesis, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation of Teatro Genesis, Inc., a Florida not-for-profit corporation. Also enclosed is a check in the amount of \$122.50 for payment of the filing and certified copy fee.

Please file the Articles as per the regular procedures and return the copy, certified, in the self-addressed stamped envelope enclosed for your convenience.

Your cooperation in this matter is greatly appreciated.

Very truly yours,

Beatriz Milia
Beatriz Milia

EFFECTIVE DATE
5-8-95

W75-6849
789, 2276, 626, 671

APL 5-11



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1995

BEATRIZ MILIA
2277 S.W. 19TH STREET
MIAMI, FL 33145

SUBJECT: TEATRO GENESIS, INC.
Ref. Number: W95000006869

We have received your document for TEATRO GENESIS, 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):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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.

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) 487-6973.

AMANDA HERRING
Document Specialist

Letter Number: 895A00014172

ARTICLES OF INCORPORATION
OF
TEATRO GENESIS, INC.

I, the undersigned incorporator, hereby make, subscribe, acknowledge, and file with the Department of State of the State of Florida these Articles of Incorporation for the purposes of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: Teatro Genesis, Inc.

ARTICLE II

Existence

This corporation shall have perpetual existence, and its existence shall commence on May 3, 1995.

ARTICLE III

Powers and Purposes

This corporation is for such civic purposes as will qualify it as an exempt organization Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any subsequent federal tax laws.

Within the scope of the foregoing, the corporation is specifically organized :

- (a) to provide acting performance opportunities to professional actors and/or advanced talented acting students, through live and/or videotaped performances, acting workshops, and/or seminars, and/or other form of educational activities;
- (b) to provide directing opportunities to directors, and artists to present their works, utilizing professional actors and/or advanced talented students from Teatro Genesis;
- (c) to identify and recognize artistically professional actors and/or advanced talented acting students through guest performances and apprenticeships programs;

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(d) to further encourage the artistic growth of Teatro Genesis and its members by participating in sponsored activities such as classes, workshops, performances (either live or videotaped), art festivals and conferences, and other related drama activities, in different forms and styles of drama;

(e) to give recognition to professional actors, advanced acting students and/or directors showing highly artistic accomplishment;

(f) to stimulate the public's interest in theater;

(g) to further simulate the interest in the art of theater to other professional actors, acting students, theater companies, directors, acting instructors, and any other group of people involved in the field of theater or any other related field.

(h) to encourage professional actors to participate actively in Teatro Genesis performances and/or related activities in conjunction with Teatro Genesis, and to serve as role models to the aspiring professional actor;

(i) to encourage acting students to participate in Teatro Genesis performances, rehearsals and/or classes in order to broaden the students' acting and technical skills, and knowledge;

(j) to strengthen the acting programs in public and private educational institutions and ethnic and cultural communities within and outside the State of Florida.

To the extent a corporation described by Section 501(c) (3) of the Internal Revenue Code of 1986 is permitted to do so, the corporation may distribute to other organizations, foreign or domestic, all or part of the funds it collects, but the corporation is not required to remit or distribute any part of its funds to any other organization.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislative; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

Membership in the Organization

The manner of admission of members and the rights and duties of the members shall be provided for in the corporation's by-laws.

ARTICLE V

Registered Office and Agents; Principal Office; Mailing Address

The initial registered office of this corporation, as well as its principal and mailing address, shall be at 2277 S.W. 19 Street, Miami, Florida 33145, and the name of its initial registered agent is Beatriz Milia.

ARTICLE VI

Board of Directors

The corporation shall have Board of Directors which shall consist of three (3) members initially. The Board of Directors may be increased in size in accordance with the corporation's by-laws, but shall never be less than three (3). A quorum for the transaction of business shall be a majority of the directors qualified and acting, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be members. The members of this corporation may remove any director from office at any time with or without cause. The manner of election for Directors shall be provided for in the bylaws.

ARTICLE VII

Initial Directors

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors of the corporation may be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial directors are as follows:

Gerardo Barrios, Jr.
201 N.W. 26 Avenue
Miami, FL 33125

Gerardo Barrios, Sr.
201 N.W. 26 Avenue
Miami, FL 33125

Beatriz Milia
2277 S.W. 19 Street
Miami, FL 33145

ARTICLE VIII

Incorporators

The name and address of the incorporator is Beatriz Milia, 2277 S.W. 19 Street, Miami, FL 33145.

ARTICLE IX

By-Laws

The power to adopt, alter, amend, or repeal the by-laws of this corporation, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation. The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State or of the United States.

ARTICLE X

Amendment of Articles of Incorporation

The corporation, through its Board of Directors, reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

ARTICLE XI

Officers

The initial President, Secretary and Treasurer, shall be Gerardo Barrios, Jr., Beatriz Milia, and Gerardo Barrios, Sr., respectively, until their successors are appointed by the Board of Directors.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles on
5/8/95 for the uses and purposes herein stated.

Beatriz Milia
Beatriz Milia, Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

I HEREBY CERTIFY that on this 8 day of May, 1995, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Gerardo Barrios, to me well known and known to me to be the individual described in and who executed the forgoing instrument as Incorporator of Teatro Genesis, Inc., and acknowledged to and before me that he signed and executed such instrument for the uses and purposes therein stated. He did not take an oath.

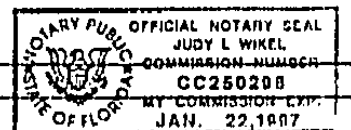
IN WITNESS WHEREOF, I have set my hand and affixed my official seal, at Miami, Dade County, Florida, the day and year last above written.

Judy L. Wikel
Notary Public, State of Florida
at Large

JUDY L. WIKEL
Print Name of Notary

Title: _____

Serial No.: _____



(NOTARY SEAL)

My commission expires:

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Beatriz Milia
Beatriz Milia