

1015 19 13137 FROM ENJME TO 1015 20 01
N9500002539
DIVISION OF CORPORATIONS
STATE OF FLORIDA
408 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
1492 W FLAGLER
SUITE 200
MIAMI FL 33135-000
CONTACT: RAY STORMONT
PHONE: (305) 541-3604
FAX: (305) 541-3770

(((H96000006874))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: CLUB AREQUIPA DE LOB EE. UU., INC.
FAX AUDIT NUMBER: H96000006874 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/25/1996 TIME REQUESTED: 10:58:18
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 0 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

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** ENTER 'M' FOR MENU. **
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NUM Connect: 00:10

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JUL 30 PM 3:06
TALLAHASSEE, FLORIDA

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11011

MAY-26-1995 10:37 FROM EMPIRE

TO

19049224XXX P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 26, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CLUB AREQUIPA DE LOS EE, UU, INC.
REF: W95000011059

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please provide an English translation for the entity's name in your cover letter.

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.

ARTICLES 6-8 ARE MISSING FROM 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) 487-6934.

Loria Poole
Corporate Specialist

FAX Acd. #: H95000005874
Letter Number: 795A00026783

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

MAY-30-1995 11:26 FROM EMPIRE

TO

DIV CORP FLT FI P.01



FLORIDA DEPARTMENT OF STATE

Sandra B. Morfham
Secretary of State

May 30, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CLUB AREQUIPA DE LOS EE, UU, INC.
REF: W95000011059

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

You failed to make the correction(s) requested in our previous letter.

Please provide an English translation for the entity's name in your cover letter. ✓

ARTICLES 6-8 ARE MISSING FROM DOCUMENT. ✓

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. ✓

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Loria Poole
Corporate Specialist

5/30/95

FAX Aud. #: H95000005874
Letter Number: 495A00026950

There is no translation for Arequipa.
Arequipa is a city in Peru, South America.
A possible translation would be: "Arequipa Club
of the United States".

MY-25-1973 13137 FROM EMPIRE

TO 1904922-0000 P.02

PREPARED BY:
BERGIO MASUA, ACCOUNTANT
BUSINESS AUTHORITY CORP.
8347 S.W. 40th ST.
MIAMI, FL 33155
TEL: (305) 220-3420

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 30 PM 3:06

FILED

ARTICLES OF INCORPORATION OF
CLUB AREQUIPA DE LOS EE.UU., INC.

ARTICLE I NAME

The name of this corporation is CLUB AREQUIPA DE LOS EE.UU., INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

The purpose for which this corporation is organized is all non-profit purposes permitted under 26 U.S.C. §501(c)(3). Specifically, this corporation will be involved in promoting the culture and arts of the city of Arequipa in this country and at the same time this organization will offer humanitarian help to needed people in the city of Arequipa, Peru and in this country.

ARTICLE IV CAPITAL STOCK

This corporation shall issue no stock.

ARTICLE V LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are, 1402 N. Bay Village Suite 219, N. Bay Village, Dade County, Florida 33141. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

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ARTICLE VI INITIAL BOARD OF DIRECTORS

The manner in which directors are elected or appointed are contained in the By-Laws of this Corporation. This corporation shall have four (3) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the members. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Sonnia V. Valdivia President	1900 S. Treasure Dr No. 9T N. Bay Village, FL 33141
Obdul Llosa V.P., Secretary	16920 S.W. 92nd Avenue Miami, FL 33157
Alex Rodriguez Treasurer	9977 S.W. 142nd Avenue Miami, FL 33186

ARTICLE VII INCORPORATORS

The names and street addresses of the incorporators are:

NAME	ADDRESS
Sonnia V. Valdivia	1900 S. Treasure Dr No. 9T N. Bay Village, FL 33141
Obdul Llosa	16920 S.W. 92nd Avenue Miami, FL 33157
Alex Rodriguez	9977 S.W. 142nd Avenue Miami, FL 33186

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved by the majority of the members at a General Assembly meeting, unless all the Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX LIMITATIONS

1. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private person except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article.
2. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.
3. No withstanding any other activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X DISSOLUTION

On the dissolution of this corporation, the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner of the organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purpose or to the organizations that the court determines are organized and operate exclusively for charitable, educational, religious or scientific purposes.

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ARTICLE XI MEMBERS

The qualifications for and manner of admission of members shall be regulated by the bylaws.

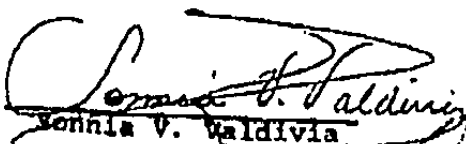
ARTICLE XII INITIAL REGISTERED OFFICE AND AGENT

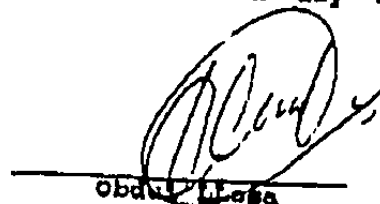
The street address of the initial registered office of this corporation is 1402 N. Bay Village Ste. 219, N. Bay Village, FL. 33141 and the name of the initial registered agent of this corporation at that address is Sonia V. Valdivia.

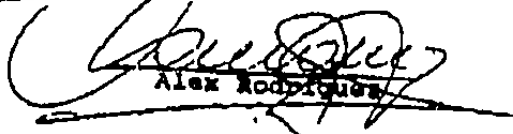
ARTICLE XIII BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned being the original incorporators, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and hereunto set our hands and seal this 17th day of September, 1994.


Sonia V. Valdivia


Obdul L. Lora


Alex Rodriguez

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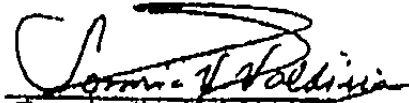
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the state of Florida.

1. CLUB AREQUIPA DE LOS EE.UU., Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of N. Bay Village, State of Florida, has named Sonia V. Valdivia, located at 1402 N. Bay Village Ste 219, City of N. Bay Village, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Sonia V. Valdivia

FILED
55 MAY 30 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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N95000002539

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 11, 1997

CLUB AREQUIPA DE LOS EE. UU., INC.
1402 N. BAY VILLAGE
SUITE 219
N BAY VILLAGE, FL 33141

SUBJECT: CLUB AREQUIPA DE LOS EE. UU., INC.
Ref. Number: N95000002539

Debit Memo #: 11697-A

This is to inform you that check # in the amount of \$61.25 submitted with the annual report for CLUB AREQUIPA DE LOS EE. UU., INC. has been returned by your bank because of .

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$76.25 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after September 11, 1997 and a reinstatement fee of an additional \$175 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 097A00035868

N95000002539

September 11, 1997

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*****6.25 *****6.25

REPLACEMENT FEE 1997

ANNUAL REPORT: CLUB AREQUIPA DE
LOS EE. UU., INC.

DEBIT MEMO: # 11697-A

CHECK #: 1032