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November 6, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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****122.50 ****122.50

RE: Accion Mambisa, Inc.

Gentlemen:

Enclosed find articles of incorporation regarding the above captioned together with our check in the amount of \$122.50 representing filing fee thereof.

I would appreciate your furnishing this office with a certified copy of said articles of incorporation.

Thanking you for your cooperation, I remain

Very truly yours,

EFFECTIVE DATE

Jan 15, 1996

Jose Garcia Fragedela
Jose Garcia Fragedela

510,615

W95-23335

NOV 29 1995

FILED
95 JAN 3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 29, 1995

JOSE GARCIA FRAGEDELA
1830 S.W. 93 COURT
MIAMI, FL 33165

SUBJECT: ACCION MAMBISA, INC.
Ref. Number: W95000023335

We have received your document for ACCION MAMBISA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 795A00052078

December 1. 1995

Mrs. Brenda Baker
Corporate Specialist
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: ACCION MAMBISA, INC.
Ref. Number: W95000023335

Dear Mrs Baker:

The exact translation of ACCION MAMBISA, INC., will be MAMBISA ACTION, INC..

The word MAMBISA is from the cuban folklore and it was imposible for me to find a translation to the English language. ARTICLE II-CORPORATE PURPOSE, explain the object and purpose of the Corporation.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSABILITIES AS REGISTERED AGENT FOR SAID CORPORATION.


Jose Garcia Fragedela
Registered Agent.

FILED

96 Jan 3 AM 10:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
Jan 15, 1996

ARTICLES OF INCORPORATION OF

ACCION MAMBISA, INC.

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 6176 Florida Statutes and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is Accion Mambisa, Inc.

ARTICLE II- CORPORATE PURPOSE

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, religious or educational purposes.

ARTICLE III- MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval

as provided in the Bylaws of the Corporation.

Section 2: Application for Membership. Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

Section 3: Termination of Membership. Membership may be terminated by expulsion for a just cause or by resignation with thirty days prior written notice to the Board of Directors.

ARTICLE IV - DURATION

The corporation shall have perpetual existence.

ARTICLE V - MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three and not more than six (6) persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

Section 2. The officer of the Corporation shall be a President, one or more ice Presidents, a Secretary and Treasurer. These officers shall be elected and shall hold office in the manner provided in by the Bylaws of the Corporation.

ARTICLE VI - INITIAL OFFICERS AND DIRECTORS

The names and residence address of the officers and directors who are to manage all of the affairs of the Corporation

until the first annual meeting are:

JOSE GARCIA FRAGEDELA	President/Director	1830 S.W. 93 Ct. Miami, Florida 33165
JOAQUIN MIRANDA	Vice-Pres/Director	4270 N.W. 196 Street Miami, Florida 33055
CARLOS L. PASCUAL	Sec/Treas/Director	8340 S.W. 33 Terrace Miami, Florida 33155

ARTICLE VII -BYLAWS AND AMENDMENTS
TO THE ARTICLES OF INCORPORATION

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Director present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change to Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Status regarding amendments to articles of incorporation of non-profit corporations.

ARTICLE VIII- GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable amount to its members, directors, and officers for services rendered and may confer benefits upon its members in conformity with its purpose.

ARTICLE IX - SUBSCRIBERS

The names and residence address of the subscribers to this Corporation are as follows:

JOSE GARCIA FRAGEDELA

1830 S.W. 93 Ct.
Miami, Florida 33165

JOAQUIN MIRANDA

4270 N.W. 196 Street
Miami, Florida 33055

CARLOS L. PASCUAL

8340 S.W. 33 Terrace
Miami, Florida 33155

ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Office to be located at 8567

Coral Way #334 Miami, Florida 33155, and hereby designate and appoint Jose Garcia Fragodela, 1830 S.W. 93 Ct., Miami, Florida 33165 as the Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until his successor is selected and duly designated.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XII - PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII - DEDICATION OF ASSETS

The corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

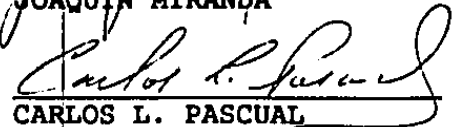
ARTICLE XIV - EFFECTIVE DATE

This corporation shall become effective on January 15, 1996.

IN WITNESS HEREOF, the undersigned has subscribed his name under seal this 8th day of NOVEMBER, 1995.


JOSE GARCIA FRAGEDELA


JOAQUIN MIRANDA


CARLOS L. PASCUAL

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared JOSE GARCIA FRAGEDELA, JOAQUIN MIRANDA and CARLOS L. PASCUAL, to me

who subscribed their names to the foregoing Articles of Incorporation, and who acknowledged before me that they executed such Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State, this 8th day of Nov, 1995.

N Specht
NOTARY PUBLIC
State of Florida at
Large



N SPECHT
My Commission Expires
AUGUST 18, 1998

Bonded Thru Notary Public Underwriters

PERSONALLY KNOW DI OTHER

ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for the corporation known as ACCION MAMBISA, INC., I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 8th day of November, 1995.


JOSE GARCIA FRAGEDELA

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA