

N96000000594

LAZARUS CORPORATE INDUSTRIES, INC.
Requestor's Name

890 S.W. 87 AVENUE SUITE: 16
Address

MIAMI, FLORIDA 33174 (305)552-5973
City/State/Zip Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

800001703328
-02/01/96--01056--023
****122.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ASOCIACION CULTURAL HISPANOAMERICANA
(Corporation Name) (Document #)
2. INC. Translation: Spanish American Cultural Association
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION & QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 FEB -1 PM 11:53
DIVISION OF CORPORATIONS

FILED
96 FEB -2 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
24923



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 1, 1996

LAZARUS CORPORATE INDUSTRIES, INC.
890 SW 87 AVE, SUITE 16
MIAMI, FL 33174

SUBJECT: ASOCIACION CULTURAL HISPANOAMERICANA, INC.
Ref. Number: W96000002493

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 896A00004499

RECEIVED
56 FEB -2 PM 12:49
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

FILED

96 FEB -2 PM 3:21

FUNDACION CULTURAL HISPANOAMERICANA, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A FLORIDA NOT-FOR-PROFIT CORPORATION

ARTICLE I - Name

The name of this corporation is Fundacion Cultural Hispanoamericana, Inc.

ARTICLE II - Term of Existence

This nonprofit corporation shall have perpetual existence.

ARTICLE III - Nature of Business

The purposes for which the corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either or by contributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

2) To erect and maintain a building (s) for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above mentioned.

3) To solicit funds and donations in kind and from time to time to further the purposes of this corporation.

4) To acquire and receive by purchase, donations or otherwise, any property, real, personal or mixed, and to hold, use and dispose the same.

5) To borrow money and to issue evidences of indebtedness in furtherance of any or all of objects of its business; and to secure loans by mortgage, pledge, deed of trust, or lien.

6) To apply for, obtain and contract with federal, state or local government or agency for a direct loan (s) or other financial aid in the form of grants or otherwise relating to purposes of this corporation.

7) To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishments of any one or more of the non for profit purposes of the corporation.

8) No part of the net earnings of the corporation shall insure to the benefit of, or be distributable to, any Director or Officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on each propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.

9) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

10) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, disposes of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization (s) organized and operate exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization (s) under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Dade County, Florida in which the principal office of the corporation is then located, exclusively for such purposes or to such organization (s), as said script shall determine, which are organized and operated exclusively for such purposes.

11) The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishments of its objects and purposes.

ARTICLE IV - Incorporator

The name and address of the person signing these articles is:

Gabriel Traversari
638 Velarde Ave.
Coral Gables, FL 33134

ARTICLE V - Initial Officers

The affairs of the corporation shall be managed by a President, Vice President, Secretary and a Treasurer, and such other officers as may from time to time be created by the Board of Directors. These names and addresses of the officers are as follows:

PRESIDENT: Gabriel Traversari
638 Velarde Ave.
Coral Gables, FL 33134

VICE PRESIDENT: María E. de la Selva
254 Flagler Dr., Apt. 1
Miami Springs, FL 33166

TREASURER: María L. D. Palazzo
161 Crandon Blvd., Apt. 413
Key Biscayne, FL 33149

SECRETARY: María E. de la Selva
254 Flagler Dr., Apt. 1
Miami Springs, FL 33166

ARTICLE VI - Initial Board of Directors

The member of the Board of Directors shall never be less than three in number. Initially the Board of Directors shall consist of three persons whose names and addresses are as follows and who shall serve as Directors:

Gabriel Traversari
638 Velarde Ave.
Coral Gables, FL 4

María E. de la Selva
254 Flagler Dr., Apt. 1
Miami Springs, FL 3166

María L. D. Palazzo
161 Crandon Blvd., Apt. 413
Key Biscayne, FL 33149

ARTICLES VII - Amendment

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by the Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the officers of this Corporation, to abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization from taxation under Section 501 (c) (3) of the Internal Revenue Code.

The By-Laws of the corporation may also be amended from time to time by a majority vote of the Board of Directors at a meeting called especially for that purpose and after giving at least ten days notice of said meeting in writing.

ARTICLE VIII - Annual Meeting

The corporation shall hold an annual meeting for members within ninety days of the end of its fiscal year as determined by the Board of Directors. At such meeting, Directors shall be elected or appointed in accordance with the By-Laws.

ARTICLE IX - Principal place of business

The principal place of business or mailing address of this corporation is:

638 Velarde Ave.
Coral Gables, FL 33134

ARTICLE X - Register Agent Acceptance

Having been named as Registered Agent, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all status relating to the proper and complete performance of my duties, and I am familiar with, and accept the obligations of my position as Registered Agent.

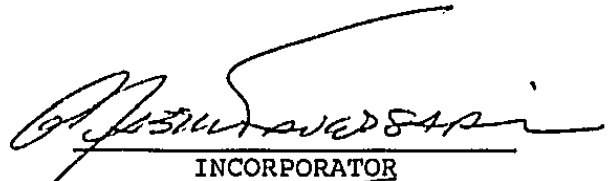
ARTICLE XI - Initial Registered Office & Agent

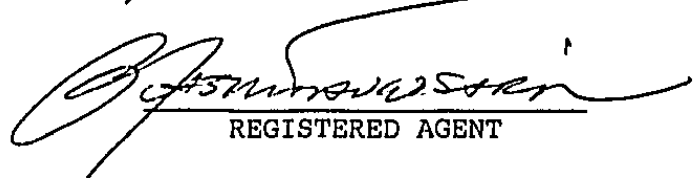
The street address of the initial registered office of this corporation is 638 Velarde Ave., Coral Gables, FL 33134 and the name of the initial registered agent of this corporation at that address is Gabriel Traversari.

ARTICLE XII - Election of Directors

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of JANUARY, 1996.


INCORPORATOR


REGISTERED AGENT