

Williams Reed Weinstein  
Schifino & Mangione P.A.  
attorneys at law

**V. Stephen Cohen**  
**David S. Jennis**  
**Ralph P. Mangione**  
**Aminic Mohip**  
**R. Marshall Rainey**  
**James M. Reed**  
**Ricardo A. Roig**

William J. Schifano, Jr.  
Scott I. Steady  
Russell S. Thomas  
Kenneth G. Turkel  
Beatriz M. Carta Wagman  
David B. Weinstein  
Robert V. Williams

July 18, 1995

Florida Secretary of State  
The Capitol  
Tallahassee, FL 32399-0810

EFFECTIVE DATE 2-16-96

800001542398  
-07/20/95--01059--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Los Padrinos, Inc.

Dear Sir/Madam:

Enclosed are two (2) copies of the Articles of Incorporation for Los Padrinós, Inc., together with the \$70 filing fee.

Please stamp one of the enclosed Articles of Incorporation and return it to me at your earliest convenience in the envelope provided. Your attention to this matter is appreciated.

Sincerely,

Ricardo A. Roig

RAR : bp

## Enclosures

cc: Mr. Santos Rodriguez (w/o encl.)

JUL 21 1995 BSA

510, 626,  
W96-3412

W96-4/103



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 21, 1995

WILLIAMS REED WEINSTEIN  
P. O. BOX 380  
TAMPA, FL 33601

SUBJECT: LOS PADRINOS, INC.  
Ref. Number: W95000014736

We have received your document for LOS PADRINOS, INC. and check(s) totaling \$70.00. 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.

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) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 295A00034885

Williams' Reed Weinstein  
Schifino & Mangione P.A.  
a t t o r n e y s   a t   l a w

V. Stephen Cohen  
David S. Jennis  
Ralph P. Mangione  
Aminie Mohip  
R. Marshall Rainey  
James M. Reed  
Ricardo A. Roig

August 3, 1995

William J. Schifino, Jr.  
Scott I. Steady  
Russell S. Thomas  
Kenneth G. Turkel  
Beatriz M. Carta Wagman  
David B. Weinstein  
Robert V. Williams

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

Attn: Brenda Baker, Corporate Specialist

Re: Los Padrinos, Inc.; Reference No. W95000014736

Dear Ms. Baker:

I am in receipt of your correspondence dated July 21, 1995 (letter No. 295A00034885). The english translation of the corporation's name is The Godfathers, Inc.

As to your second concern, Article X paragraph D makes it clear that the Directors are appointed by a majority of the Board of Directors. Therefore, the requirement of section 617.0202(d), Florida Statutes (1993), should be satisfied. Please note that this is a not-for-profit corporation that is managed by its Board of Directors and as such has no shareholders or members.

Accordingly, two original Articles of Incorporation for Los Padrinos, Inc. are enclosed with this letter. Please file one of the Articles, and stamp and return the other one in the envelope provided.

Your attention to this matter is appreciated. If you have any additional questions or concerns regarding the Articles of Incorporation, please contact me.

Sincerely,

  
Ricardo A. Roig

RAR:tr  
Enclosures  
cc: Santos H. Rodriguez, Jr.

WLM06F69



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 7, 1995

WILLIAMS REED WEINSTEIN  
P. O. BOX 380  
TAMPA, FL 33601

SUBJECT: LOS PADRINOS, INC.  
Ref. Number: W95000014736

We have received your document for LOS PADRINOS, INC. and check(s) totaling \$70.00. 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.

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: 295A00034885

Williams Reed Weinstein  
Schifino & Mangione P.A.  
attorneys at law

V. Stephen Cohen  
David S. Jennis  
Ralph P. Mangione  
Aminle Mohip  
R. Marshall Rainey  
James M. Reed  
Ricardo A. Roig

February 7, 1996

William J. Schifino, Jr.  
Scott I. Steady  
Russell S. Thomas  
Kenneth G. Turkel  
Beatriz M. Carta Wagman  
David B. Weinstein  
Robert V. Williams

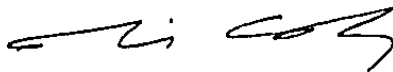
Ms. Brenda Baker  
Corporate Specialist  
Florida Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, FL 32314

Dear Ms. Baker:

Thank you for your assistance during our telephone conversation yesterday. Enclosed is a copy of the Articles of Incorporation of Viva, Inc., a charitable not for profit corporation, and correspondence to you dated August 7, 1995. As we discussed, we had previously sent a \$70 check for the filing of these Articles of Incorporation, but the previous name was already in use. Accordingly, please apply those funds to the filing fee for the enclosed Articles of Incorporation.

Your attention to this matter is appreciated. If you have any questions or concerns, please contact me.

Sincerely,



Ricardo A. Roig

RAR:bp

Enclosures

cc: Mr. Santos H. Rodriguez, Jr.  
Juana Maria Rojas, Esquire



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 14, 1996

RICARDO A. ROIG, ESQ.  
P. O. BOX 380  
TAMPA, FL 33601

SUBJECT: VIVI, INC.  
Ref. Number: W96000003412

We have received your document for VIVI, INC. . 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.

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: 296A00006538

Williams Reed Weinstein  
Schifino & Mangione P.A.  
a t t o r n e y s   a t   l a w

V. Stephen Cohen  
Robert R. Hearn  
David S. Jenns  
Ralph P. Mangione  
Aminie Mohlp  
R. Marshall Rainey  
James M. Reed  
Ricardo A. Roig

William J. Schifino, Jr.  
Scott I. Steady  
Russell S. Thomas  
Kenneth G. Turkel  
Beatriz M. Carta Wagman  
David B. Weinstein  
Robert V. Williams

February 19, 1996

Ms. Brenda Baker  
Corporate Specialist  
Florida Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, FL 32314

Dear Ms. Baker:

Enclosed for filing are the Articles of Incorporation for Hillsborough Hispanic Mentors Foundation, Inc.

Your attention to this matter is appreciated. If you have any questions or concerns, please contact me.

Sincerely,

Ricardo A. Roig

RAR:bp

cc: Mr. Santos H. Rodriguez, Jr.  
Juana Maria Rojas, Esquire

Enclosures

**FILED**

96 FEB 22 AM 9:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**HILLSBOROUGH HISPANIC MENTORS FOUNDATION, INC.**

**A Charitable Not for Profit Corporation**

Santos H. Rodriguez, acting as incorporator, hereby adopts these Articles of Incorporation and forms a charitable not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act") as follows:

**EFFECTIVE DATE**

2-11-96

**ARTICLE I**

**Name of Corporation**

The name of the Corporation shall be HILLSBOROUGH HISPANIC MENTORS FOUNDATION, INC.

**ARTICLE II**

**Purpose of the Corporation**

The Corporation is organized to transact any and all business - not for pecuniary profit - for which a corporation may be incorporated under the Act, including, but not limited to:

1. The advancement of the public interest of Florida by establishing a mentoring program for Hispanic high school students to provide positive role models.
2. The advancement of the public interest of Florida by establishing a connection between successful Hispanic youths and those less fortunate, to break down language and cultural barriers, as well as encourage students to aspire to achieve success and promote community pride.
3. The advancement of the public interest of Florida by encouraging participation in community programs which educate youngsters and foster individual achievement.
4. The advancement of the public interest of Florida by providing Hispanic role models for the benefit of future generations, which in turn will eradicate prejudice and discrimination.



5. The advancement of the public interest of Florida through fundraising activities designed to support the mentoring program and provide resources for the advancement of Florida's Hispanic youth.

6. The Corporation may not engage in activities specifically prohibited to corporations under other laws of this State, and must conduct its affairs within the limitations set forth in these Articles of Incorporation.

### **ARTICLE III**

#### **Qualifications as a Tax Exempt Organization**

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Board of Directors, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the support of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) in any campaign on behalf of any candidate for public office.

B. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) and not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent United States Internal Revenue Law).

C. The purpose for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

### **ARTICLE IV**

#### **Duration**

The Corporation's existence shall commence on the date of execution of these Articles of Incorporation, and the Corporation's existence shall be perpetual thereafter.

## **ARTICLE V**

### **Dissolution of Corporation**

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, dispose of all the accumulated net earnings of the Corporation exclusively for the benefit of an organization or organizations that are organized and operated exclusively for the purposes set forth in Article II of these Articles of Incorporation, provided that at the time of distribution that organization or organizations are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). Any remaining capital of the Corporation that is not the result of any accumulation of net earnings of the Corporation shall be distributed to its Board of Directors.

## **ARTICLE VI**

### **By-Laws**

- A. The Board of Directors shall prepare and approve the By-Laws of the Corporation.
- B. Subsequent amendments to the By-Laws may be proposed by the Board of Directors. Each proposed amendment must be approved by the Board of Directors.
- C. The By-Laws of the Corporation may be rescinded by the Board of Directors.

## **ARTICLE VII**

### **Amendments to the Articles of Incorporation**

Proposed amendments to the Articles of Incorporation may be adopted by a majority of the Board of Directors.

## **ARTICLE VIII**

### **Incorporator**

The Incorporator of this Corporation is:

Santos H. Rodriguez, Jr.

whose address is:

2535 Lake Ellen Drive  
Tampa, Florida 33618

## **ARTICLE IX**

### **Membership**

The Corporation shall have no members.

## **ARTICLE X**

### **Board of Directors of the Corporation**

- A. The affairs of the Corporation shall be managed by the Board of Directors which shall have no less than three (3) Directors.
- B. The names and addresses of the members of the initial Board of Directors of the Corporation are:

Herman Fernandez  
6007 Highland Avenue  
Tampa, FL 33604

Juana Maria Rojas  
1115 N. Himes Avenue  
Tampa, FL 33607

Magda Rodriguez  
2205 Groveland Drive  
Lutz, FL 33549

James A. Jimenez  
1308 W. Sligh Avenue  
Tampa, FL 33604

Santos H. Rodriguez, Jr.  
2535 Lake Ellen Drive  
Tampa, FL 33618

- C. The Board of Directors set forth above shall serve in their capacity until removed and/or replaced by the Board of Directors.

- D. The Board of Directors shall, at any time, have the right to remove and/or replace one or more of the Directors of the Corporation, with or without cause, by majority vote.

## **ARTICLE XI**

### **Indemnity**

The Corporation shall indemnify, to the full extent permitted by law, any and all persons who may serve, or who have served at any time, as directors or officers, and their respective heirs, administrators, successors and assigns, against any and all expenses, including, without limitation, amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit has commenced) actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding by reason of having been or being directors or officers; provided that the Corporation shall provide no indemnification in cases wherein the director or officer is adjudged guilty of wilful malfeasance in the performance of his or her duties.

## **ARTICLE XII**

### **Designation of Registered Agent and Registered Office**

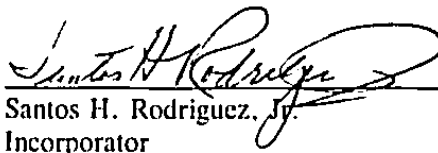
The Registered Agent of the corporation is Juana Maria Rojas, and the initial registered office shall be at 1115 N. Himes Avenue, Tampa, Florida 33607.

## **ARTICLE XIII**

### **Principal Office and Mailing Address**

The principal office and mailing address of the Corporation is 2535 Lake Ellen Drive, Tampa, FL 33618

These Articles of Incorporation are dated and executed in Tampa, Florida, this 16<sup>th</sup> day of February, 1996.

  
Santos H. Rodriguez, Jr.  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE**

Having been named Registered Agent and designated to accept service of process for HILLSBOROUGH HISPANIC MENTORS FOUNDATION, INC., at 1115 N. Himes Avenue, Tampa, Florida 33607, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of this position.

  
\_\_\_\_\_  
Juan Maria Rojas  
Registered Agent

wlw06920

**FILED**  
96 FEB 22 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA