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TRANSMITTAL LETTER

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

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***122.50 ***122.50

SUBJECT: ORLANDO HISPANIC EMPLOYEE'S ASSOCIATION, INC.
(Proposed corporate name)

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

FROM: ACCOUNTING PROFESSIONALS GROUP, INC.
6220 S. ORANGE BLOSSOM TRAIL, SUITE 142
ORLANDO, FLORIDA 32809
(407) 856-1906

FILED
96 MAY 13 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 20 1996

Note: Additional copy of Articles is needed only when certified copy is requested.

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ARTICLES OF INCORPORATION OF
ORLANDO HISPANIC EMPLOYEE'S ASSOCIATION, INC.

STATE
FLORIDA

WHEREAS, it is deemed to be desirable and in the best interests of this Corporation and its shareholders that it be incorporated pursuant to the Florida Non Profit Corporation Act, Chapter 617; now, therefore, be it:

RESOLVED, that a certified copy of the original Articles of Incorporation for such corporation be attached hereto and that the following Articles of Incorporation for such corporation be hereby adopted as follows:

The undersigned, acting as incorporator of a Florida corporation under the Florida Non Profit Corporation Act, Chapter 617 adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is ORLANDO HISPANIC EMPLOYEE'S ASSOCIATION, INC.

ARTICLE II. DURATION

The corporation shall have perpetual existence. The corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE III. PURPOSE

The corporation is organized to provide a regional forum for the exchange of information and ideas, the enhancement of the law enforcement presence in within the Hispanic community and central Florida area, to increase awareness and community support and involvement in the law enforcement mission, to further the image of law enforcement and civic involvement within the community youth and improve and raise police participation in non enforcement activities within the public and business sectors of the community.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

There shall be Five members on the initial board of directors of the Corporation. The manner in which directors are elected or appointed will be as provided in the bylaws of the corporation. The names and addresses of the persons who are to initially serve as Directors are as follows:

| | |
|--|--|
| Juan Saavedra President | 100 S. Hughey Ave. Orlando, Florida 32801 |
| Carlos Lorenzo Jr. Executive Vice-President | 100 S. Hughey Ave. Orlando, Florida 32801 |
| Orlando Rolon Second Vice-President | 100 S. Hughey Ave. Orlando, Florida 32801 |
| Millie Vega Secretary | 100 S. Hughey Ave. Orlando, Florida 32801 |
| Michael Garcia Treasure | 100 S. Hughey Ave. Orlando, Florida 32801 |

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address, which is the same as the mailing address, of the initial principal registered office of the corporation is: 3527 S. ST. Lucie Dr., Casselberry, Florida 32707, and the name of the initial registered agent of the corporation at that address is: Carlos Lorenzo, Jr.

ARTICLE VI. INCORPORATORS

The name and residence address of the subscribers of these Articles of Incorporation is as follows:

| | |
|---------------------|---|
| Juan Saavedra | 100 S. Hughey Ave Orlando, Florida 32801 |
| Carlos Lorenzo, Jr. | 100 S. Hughey Ave Orlando, Florida 32801 |

ARTICLE VII. CONDUCT OF CORPORATE AFFAIRS

The conduct of the affairs of the Corporation will be limited as outlined in the By-laws of the corporation. The powers of the Corporation are to be regulated as outlined in the By-laws of the Corporation. The manner in which directors are elected or appointed will be as provided in the By-laws of the Corporation.

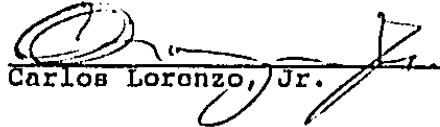
ARTICLE VIII. M DISSOLUTION OF CORPORATE AFFAIRS

Upon dissolution of the Corporation, the Board of Directors, shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose

The foregoing was adopted in a regular business meeting of the Orlando Hispanic Employee's Association, Inc., held on January 23, 1996, at affirmative vote of the members present and voting in accordance with the constitution and by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 8th day of May, 1996.


Juan Saavedra, President


Carlos Lorenzo, Jr.

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

IN PURSUANCE OF Sections 617.0202 and 607.0501 Florida statutes, the following is submitted, in compliance with said Act:

First, that Orlando Hispanic Employee Association, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at the city of Casselberry, County of Orange, State of Florida, has named: Carlos Lorenzo, Jr., as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

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.


Carlos Lorenzo, Jr.
Registered Resident Agent

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TALLAHASSEE, FLORIDA

of all of the assets of the corporation exclusively for the purpose of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes, and shall at that time qualify as an exempt organization or organizations under section 501(c)3 of the Internal Revenue Code of 1954 (or the corresponding Law). The Board of Directors shall determine that assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or purposes or to such organization or organizations, as said court shall determine are organized and operated exclusively for the purposes aforementioned.


ARTICLE IX. QUALIFICATIONS FOR MEMBERSHIP

The qualifications for membership in the Corporation and to the Board of Directors are stated in the By-laws.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 8th day of May, 1996.



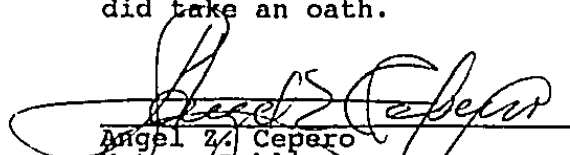
Juan Saavedra
Incorporator



Carlos Lorenzo, Jr.
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8th day of May, 1996, by Juan Saavedra and Carlos Lorenzo, Jr., whom are both personally known to me and whom both did take an oath.



Angel Z. Cepero
Notary Public
My Commission expires



OFFICIAL SEAL
ANGEL Z. CEPERO
My Commission Expires
June 22, 1996
Comm. No. CC 204466