

JUL-12-1996 14:21  
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DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION  
NAME: CRUZADA CUBANA CORPORATION  
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*Cuban Crusade  
Corporation*

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ARTICLES OF INCORPORATION  
OF  
CRUZADA CUBANA CORPORATION

FILED  
JUL 12 1996  
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The undersigned persons acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act , as set forth in Chapter 617 of the Florida Statutes adopt the following Articles of Incorporation for the corporation:

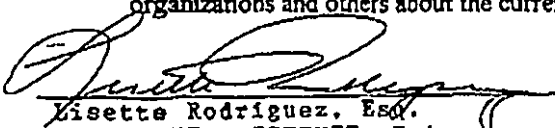
Article I

The name of the Corporation is CRUZADA CUBANA CORPORATION.

Article II

The corporation is a not for profit corporation. The purpose for which the corporation is organized is educational and charitable having its main goals and purposes as specified below:

(a) The specific and primary purpose for which this corporation is formed is to operate for the advancement of achieving democracy in the Republic of Cuba by promoting the lawful transition to freedom in Cuba, by educating the public at large, organizations and others about the current situation and how to bring

  
Lisette Rodriguez, Esq.  
RODRIGUEZ & ESTEVEZ, P.A.  
1250 S.W. 27th AVE, #301  
Miami, Florida 33135  
BAR No. 0867100  
(305) 643.0400

H960 00009715

H960 00009715

democratic change without negotiation, and for other charitable purposes such as providing support, aid, help to any organization who promotes lawful democratic change in Cuba without and/or providing help to any person who is fleeing from the tyranny of Cuba by providing aid and support by the distribution of its funds for those purposes, and particularly for the education of these organizations and/or persons.

(b) The general purpose for which this corporation is formed is to operate exclusively for educational and charitable purpose which will qualify it as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

### Article III

Any thing in these articles of incorporation to the contrary notwithstanding, the purpose of purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including, for those purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the Internal Revenue Code.

H960 00009715

H960 00009715

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in the publishing or distributing of statements for any political campaign or on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualifies as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or as that statute may be amended.

#### Article IV

1. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

H960 00009715

H960 00009715

2. The corporation will not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. The corporation will not retain any excess business assets as defined in Section 4943(e) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. The corporation will not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### Article V

The corporation shall have a membership distinct from the board of directors. The authorize number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the by-laws.

H960 00009715

H960 00009715

## Article VI

The street address of the initial registered office of the corporation is 402 NW 87th Avenue, Apartment 103, in the City of Miami, County of Dade State of Florida. The name of its initial registered agent at that address is GERARDO GONZALEZ.

## Article VII

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be four (4) that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on August 1, 1996 at the principal place of business which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of 2 years or until the first annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 a.m. on the first Monday in of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

H960 00009715

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Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

Names	Residential Address
Gerardo Gonzalez	402 NW 87th Avenue #103, Miami, Fl. 33172
Lourdes Gonzalez Vergara	6980 S.W. 83rd Court, Miami, Florida 33145
Carlos E. Martinez	215 Costanera Road, Coral Gables, Fl 33143

#### Article VIII

The name and address of each incorporator are:

Names	Residential Address
-------	---------------------

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H960 00009715

Gerardo Gonzalez Fundora	402 NW 87th Avenue #103, Miami, Fl. 33172
Lourdes Gonzalez Vergara	6980 S.W. 83rd Court, Miami, Florida 33145
Carlos E. Martinez	215 Costanera Road, Coral Gables, Fl 33143

#### Article IX

The board of directors shall elect the following officers President, Vice President, Secretary, Treasurer, Vice President, Vice Secretary, Vice Treasurer and any other officers which the bylaws of this corporation authorize the directors to elect. Initially officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

President- Gerardo Gonzalez	402 N.W. 87th Avenue Apartment 103 Miami, Florida 33172
Secretary Lourdes Gonzalez Vergara	6980 S.W. 83rd Court Miami, Florida 33145
Treasurer Carlos E. Martinez	215 Castanera Road Coral Gables, Fl 33135

#### Article X

H960 00009715

Subject to the limitations contained in the bylaws and any limitations set forth in the Not for Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws maybe adopted either by a resolution of the board of directors by following the procedures



set forth in the By-Laws.

#### Article XI

The property of this corporation is irrevocably dedicated to the purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individuals.

#### Article XII

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for educational or charitable purpose was and which has established its tax exempt status under Section 501(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### Article XIII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote majority vote of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the

H960 00009715

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H960 00009715

purpose of forming this not for profit charitable corporation under the Laws of Florida,  
have executed these articles of incorporation on the 20 day of May 1996.

Gerardo Gonzalez  
GERARDO GONZALEZ, Incorporator

Lourdes M. Gonzalez Vergara  
LOURDES GONZALEZ VERGARA, Incorporator

Carlos E. Martinez  
CARLOS E. MARTINEZ, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

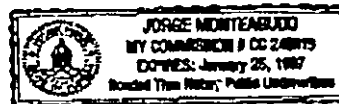
Before me the undersigned authority personally appeared Gerardo Gonzalez  
Lourdes Gonzalez Vergara, Carlos E. Martinez, after having been identified by  
Florida Driver's License and having been placed under oath.

SOWN TO AND SUBSCRIBED TO BEFORE ME this 20 day of

June 1996.

Notary Public State of Florida

Jorge Montebardo  
Notary Public Printed Signature



H960 00009715

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First-That CRUZADA CUBANA CORPORATION  
(Name of Corporation)  
desiring to organize under the laws of the State FLORIDA  
(Florida)  
with its principal office, as indicated in the articles of  
incorporation has named GERARDO GONZALEZ  
(Name of Registered Agent)  
located at 402 N.W. 87th Avenue  
(PO Box not Acceptable)  
City of MIAMI, County of DADE  
(City) (County)  
State of Florida, as its agent to accept service of process within  
this state.

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 STATUTES 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.

SIGNATURE

*Gerardo Gonzalez*  
Registered Agent

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JUL 12 1996

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