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TRANSMITTAL LETTER

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

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****131.25 ****131.25

SUBJECT: INSTITUTE FOR PUBLIC HEALTH EDUCATION AND RESEARCH,
INCORPORATED

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for \$131.25 for Filing Fee, Certified Copy, and Certificate

FROM:

Gustavo A. Saldias
Name (Printed or typed)

2121 N.E. 68th Street, Apt. 214
Address

Fort Lauderdale, Florida 33308
City, State & Zip

(954) 776-1149
Daytime Telephone Number

66 OCT 31 11:10:34
RECEIVED
SECRETARY OF STATE
CORPORATIONS
DIVISION

NOTE: Please provide the original and one copy of the articles

g 11/5/96

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**ARTICLE I INCORPORATION
OF THE
INSTITUTE FOR PUBLIC HEALTH EDUCATION AND RESEARCH, INC.
A FLORIDA NONPROFIT CORPORATION**

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

Article I. Name.

The name of the Corporation shall be: Institute for Public Health Education and Research, Incorporated.

Article II. Corporate Address.

The street and mailing address of the Corporation's initial principal office shall be 2121 N.E. 68 Street, Apt. 214, Fort Lauderdale, FL 33308.

Article III. Purposes.

The specific purposes for which the corporation is organized are:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: To establish an institute for the advancement of public health education, research, and service through specialized courses, professional assistance and collaborative efforts with local, regional, national, and international organizations seeking to promote and protect the health of populations.

B. This corporation is organized exclusively for educational and scientific purposes as specified in Section 301(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

C. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

D. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article IV. Manner of Election of Directors.

The manner in which the directors are elected or appointed is as follows: Directors are elected from time to time by the Board of Directors. The Bylaws shall provide the specific method and periodicity of election of all directors. The number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

The initial Board of Directors shall have 5 members whose names and addresses are:

Name	Address
Manuel Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Guadalupe Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Gustavo A. Saldias	2121 N.E. 68 Street, Apt. 214, Ft. Lauderdale, FL 33308
Carlos A. Saldias	3200 Port Royale Dr., Apt. 801, Ft. Lauderdale, FL 33308
Federico Montealegre	Villa del Carmen, Calle 30, No. O-18, Ponce, PR 00731

Article V. Limitation of Corporate Powers.

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

Article VI. Initial Registered Agent and Street Address.

The name and the initial address of the initial registered agent is:

Gustavo A. Saldias
2121 N.E. 68th Street, Apt. 214 Fort Lauderdale, Florida 33308

Article VII. Incorporators.

The names and street addresses of the incorporators for these articles of incorporation are:

Name	Address
Manuel Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Maria Gundalupe Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Gustavo A. Saldias	2121 N.E. 68 Street, Apt. 214, Ft. Lauderdale, FL 33308

Article VIII. Officers.

The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

Title	Name	Address
President	Manuel Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Secretary	Guadalupe Bayona	1109 Fairlake Trace, Apt. 2315, Weston, FL 33326
Treasurer	Gustavo A. Saldias	2121 N.E. 68 Street, Apt. 214, Ft. Lauderdale, FL 33308

Article IX. Non-stock Basis.

The Corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Article X. Duration.

The duration of the Corporation is perpetual.

Article XI. Members.

The membership provisions of this corporation shall be stated in the Bylaws of this corporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on
this 29th day of October, 1996.

M. Barona
G. B. Saldias
Gustavo A. Saldias
(Signatures of Incorporators)

Acknowledged before me on October 29, 1996, by _____,
[date] [name]
who _____ is personally known to me/ X Produced Florida Drivers License
[document]
as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and
before me that he/she executed said instrument for the purposes therein expressed.

NOTARY PUBLIC-STATE OF FLORIDA

Name: [Signature]
Commission Expires: [Signature]
My Commission Expires: CC412148
OCT. 6, 1999

I Gustavo A. Saldias accept designation as registered agent;

**CERTIFICATE OF DESIGNATION OF
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.

1. The name of the corporation is:

INSTITUTE FOR PUBLIC HEALTH EDUCATION AND RESEARCH, INCORPORATED
(must include suffix)

2. The name and address of the registered agent and office is:

Gustavo A. Saldias
(Name)

2121 N.E. 68th Street, Apt. 214
(Address)

Fort Lauderdale, Florida 33308
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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.

Gustavo A. Saldias
(Signature)

10/29/96
(Date)