

NOV-07-1996 12:40

EMPIRE CORPORATE KIT

S

11 7

29600005710

PUBLIC RECORDS SECTION
ELECTRONIC FILING SYSTEM

96000015742 577)

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ANDEAMERICA, INC.

AUDIT NUMBER.....H96000015742

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: M
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:55

C

RECEIVED
NOV - 7 PM 2:33
TALLAHASSEE, FLORIDA

FILED
96 NOV - 7 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

296A-51217

11-7-96
JP

H96000015742

⑥

ARTICLES OF INCORPORATION OF
ANDEAMERICA, INC.

ARTICLE I NAME

The name of this corporation is ANDEAMERICA, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

The purpose for which this corporation is organized is all non-profit purposes permitted under 26 U.S.C. §501(c)(3). Specifically, this corporation will be involved with the promotion of the Andean culture.

ARTICLE IV CAPITAL STOCK

This corporation shall issue no stock.

ARTICLE V LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are, 245 N.W. 133rd Street, Miami, Dade County, Florida 33168. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

PREPARED BY: SERGIO MASSA, ACCOUNTANT
BUSINESS AUTHORITY CORPORATION
8347 S.W. 40th Street
Miami, FL 33155
TEL: (305) 220-3420

H96000015742

FILED
NOV - 7 - 1996
STATE
TALLAHASSEE

H96000015742

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the members. The names and addresses of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rubi Hurtado President	245 N.W. 133rd Street Miami, FL 33168
Lorena Landivar Secretary	1535 Lenox Av. Apt. 4 Miami Beach, FL 33139
Jose L. Hurtado Treasurer	245 N.W. 133rd Street Miami, FL 33168

ARTICLE VII INCORPORATORS

The names and street addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Rubi Hurtado President	245 N.W. 133rd Street Miami, FL 33168
Lorena Landivar Secretary	1535 Lenox Av. Apt. 4 Miami Beach, FL 33139
Jose L. Hurtado Treasurer	245 N.W. 133rd Street Miami, FL 33168

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved by the majority of the members at a General Assembly meeting, unless all the Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

H96000015742

H96000015742

ARTICLE IX LIMITATIONS

1. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private person except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article.
2. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.
3. No withstanding any other activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X DISSOLUTION

On the dissolution of this corporation, the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner of the organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purpose or to the organizations that the court determines are organized and operate exclusively for charitable, educational, religious or scientific purposes.

H96000015742

H96000015742

ARTICLE XI MEMBERS

The qualifications for and manner of admission of members shall be regulated by the bylaws.

ARTICLE XII INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this corporation is 245 N.W. 133rd Street, Miami FL. 33168 and the name of the initial registered agent of this corporation at that address is Rubi Hurtado.

ARTICLE XIII BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned, being the original incorporators, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and hereunto set our hands and seal this 6th day of November, 1996.


Rubi Hurtado
Lorena Landivar
Jose L. Hurtado

H96000015742

H96000015742

FILED
96 NOV -7 PM 12:11
SECRETARY OF
TALLAHASSEE
COUNTY

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the state of Florida.

1. **ANDHAMERICA, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami, State of Florida, has named Rubi Hurtado, located at 245 N.W. 133rd Street, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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.



Rubi Hurtado

H96000015742