

# N98000000329

BAIER & WALROTH-SADURNI

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

MIAMI

MEXICO D.F.

Stephen P. Walroth-Sadurni, J.D.  
ADMITTED IN FLORIDA

6 January 1998

CORRESPONDENT OFFICES

NEW YORK

PANAMA

Secretary of State  
Division of Corporations  
State of Florida  
Post Office Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32399

500002404485--6  
-01/20/98--01038--015  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation: CENTRO CULTURAL MEXICANO, INC.

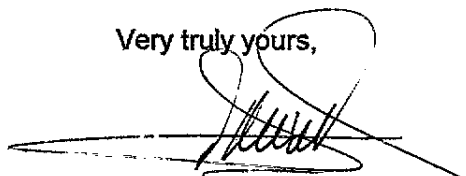
Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation of **CENTRO CULTURAL MEXICANO, INC.**, a Florida *Not For Profit* Corporation. We would appreciate your filing of these and sending us a certified copy with the applicable filing information in the enclosed self-addressed, stamped envelope. We are enclosing our firm's check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$70.00
Certified Copy	<u>52.50</u>
Total	\$122.50

Thank you for your prompt attention to this matter.

Very truly yours,



Stephen P. Walroth-Sadurni, J.D.

cc: Centro Cultural Mexicano, Inc.

Enclosures (as noted).

SPWS:mj

AOI\_LTR

Dmc  
1-21-98

FILED  
98 JAN 20 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
FOR  
CORPORATION NOT FOR PROFIT**  
{FLORIDA STATUTE § 617.0202}

**FILED**  
98 JAN 20 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, pursuant to Florida Statute § 617.02011 (1995), hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

Name

The name of this corporation shall be:

**CENTRO CULTURAL MEXICANO, INC.**

**ARTICLE II**

Business and Purposes

This corporation not for profit (hereinafter, "Corporation") is hereby organized under Florida Statutes Chapter 617 for all lawful purposes not for pecuniary profit and not specifically prohibited to corporations under the other laws of Florida, including but not limited to the following:

(a) to educate and inspire greater understanding in the communities of Florida of Mexican celebrations, traditions, and culture (including music, dance, art, ceramics, literature, history, and culinary arts) through the operation of an exhibition center, and through special events to be scheduled in other venues; and,

(b) in general, to carry on any other lawful activities in connection with the foregoing, and to have and exercise all powers conferred by Florida Statutes Chapter 617 upon corporations formed under the Florida Not For Profit Corporation Act, and any amendments thereto, as authorized pursuant to 26 U.S.C. § 501.

### ARTICLE III

#### Principal Office

The principal office of the Corporation shall be located at:

1200 NW 78th Avenue  
Suite 203  
Miami, Florida 33126

And the Mailing address shall be:

1200 NW 78th Avenue  
Suite 203  
Miami, Florida 33126

### ARTICLE IV

#### Election of Directors

Pursuant to Florida Statute § 617.0202, the method of the election of the Director of the Corporation shall be set forth in the By-Laws of the Corporation.

### ARTICLE V

#### Initial Board of Directors

The initial Board of Directors shall consist of THREE (3) members, each such member to hold office until his or her successor has been duly elected and qualifies. The names and street addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
Luis Ortiz Monasterio	1200 NW 78th Avenue Suite 200 Miami, Florida 33126

Ma. Teresa Villarreal de Saitcevsy	1200 NW 78th Avenue Suite 200 Miami, Florida 33126
Stephen P. Walroth-Sadurni, J.D.	999 Brickell Avenue Suite 1006 Miami, Florida 33131

## ARTICLE VI

### Registered Office and Registered Agent

The initial registered office of this Corporation shall be located at:

999 Brickell Avenue  
Suite 1006  
Miami, Florida 33131

The initial Registered Agent of this Corporation at such office shall be:

Stephen P. Walroth-Sadurní, J.D.

This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

## ARTICLE VII

### Existence of Corporation

In accordance with Section 617.0203, Florida Statutes, the existence of this Corporation shall commence on the date these Articles of Incorporation are subscribed to and acknowledged, provided these Articles are filed by the Department of State within five (5) days after subscription and execution. If filed after such five (5) days, the existence of this Corporation shall commence upon

the filing of these Articles by the Department of State. In either event, the existence of this Corporation thereafter shall be perpetual.

#### ARTICLE VIII

##### Incorporator

The name and street address of the Incorporator making these Articles of Incorporation is:

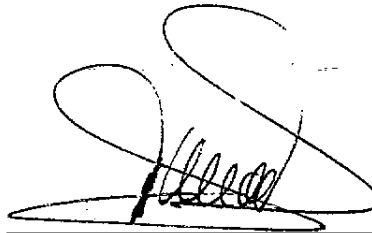
<u>Name</u>	<u>Address</u>
Stephen P. Walroth-Sadumi, J.D.	999 Brickell Avenue Suite 1006 Miami, Florida 33131

#### ARTICLE IX

##### Amendment of Articles of Incorporation

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.



Stephen P. Walroth-Sadumi, J.D., as Incorporator

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, on this 31 day of December, 1997, personally appeared **Stephen P. Walroth-Sadurni, J.D.** who is

\_\_\_\_\_ to me well known to be the person described in and who signed the foregoing Articles of Incorporation; or,

  X   produced the following identification:

Florida Drivers License No. W 463 795 57 343 -0

and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

  
\_\_\_\_\_

NOTARY PUBLIC

My Commission Expires:



MARIA V WALROTH  
My Commission CO512723  
Expires Nov. 29, 1999

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

{FLORIDA STATUTE § 617.0501}

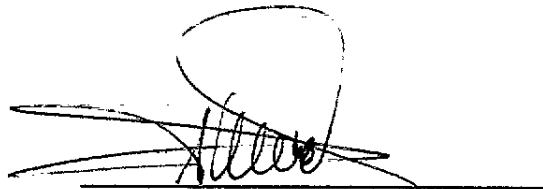
**FILED**

**98 JAN 20 AM 10:39**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, Stephen P. Walroth-Sadurní, having been named as registered agent to accept service of process for **CENTRO CULTURAL MEXICANO, INC.**, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 31st day of December, 1997.



Stephen P. Walroth-Sadurní