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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: UNIDAD PATRIOTICA NICARAGUENSE (UPANIC) FUND

AUDIT NUMBER.....H98000004361

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CERT. OF STATUS..0

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English translation-

Nicaraguan Patriotic Unity (Upanic),
Foundation Pro-Aid "Victims of Communism"

F. CHESSEY MAR 5 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
98 MAR -5 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 5, 1998

EMPIRE

SUBJECT: UNIDAD PATRIOTICA NICARAGUENSE (UPANIC) FUNDACION PRO-AYUDA
"VICTIMAS DE COMUNISMO", CORP.
REF: W98000004891

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

→ Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000004361
Letter Number: 798A00012135

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CERTIFICATE OF INCORPORATION

ARTICLES OF INCORPORATION FOR

UNIDAD PATRIOTICA NICARAGUENSE (UPANIC) FUNDACION PRO-AYUDA "VICTIMAS DE COMUNISMO", CORP.

(Nicaraguan Patriotic Unity (UPANIC), Foundation Pro-Aid
"Victims of Communism")

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98 MAR -5 AM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned incorporator(s), for the purpose of forming a Non-Profit Corporation Pursuant to section 617.0202, Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

UNIDAD PATRIOTICA NICARAGUENSE (UPANIC)
FUNDACION PRO-AYUDA "VICTIMAS DEL COMUNISMO", CORP.
(Nicaraguan Patriotic Unity (UPANIC), Foundation Pro-Aid "Victims of
Communism")

ARTICLE II

A.) The address of the principal and mailing office of the Corporation shall be:

27 NW 13 AVE
MIAMI FL 33125

B.) This is a nonprofit corporation organized solely for general nonprofit purposes pursuant to the Florida Corporation NOT FOR PROFIT law set in Section 617 of the Florida Statutes

C.) The term of existence of this Corporation is perpetual

Prepared by: Giovanni Castellanos

Vares Inc

1214 SW 2nd Street

Miami, FL 33135

(305) 642-7611

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ARTICLE III

the purposes for which this Corporation is formed are as follows:

- A.) For the advancement of charitable, educational, technical and any other related or corresponding charitable purposes by the distribution of its funds , such purposes*
- B.) To develop general health programs , hospitals, clinics, orphanages, professional Social/Legal Services required and medicine to aid in Nicaragua.*
- C.) To provide Social & Legal aid services regarding Immigration to Nicaraguans & Cubans associated with NACARA, primarily with Family reunification and legalization of Refugees & Asylums.*
- D.) To operate exclusively in any other manner for such charitable educational technical and other purposes as will qualify the corporation as an exempt organization under Section 501 (C) (3) of the Internal Revenue Code, as amended or under any corresponding provisions to organizations qualified as tax exempt.*

ARTICLE IV

Membership : Any person interested in the objects and purposes of this organization and agrees to be bound by the by the Articles of Incorporation and by-laws thereof and by such rules and regulations as may from time to time be adopted by the board of Directors of this Organization , is eligible for membership . Qualification will be stated in the by-laws.

Elections of Directors & Officers: The directors will be from time to time be elected as stated in the by-laws of the Corporation, either by general election or by unanimous agreement of all directors.

ARTICLE V

There are no provisions which will limit the corporate powers authorized under section 617.0302, Florida Statutes

ARTICLE VI

The street address of the Corporations initial registered agent Pursuant to section 617.0501 and 617.0505, Florida Statute.

27 NW 13TH AVE
MIAMI FL 33125

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ARTICLE VII

The number of the Board of Directors of the Corporation shall not be less than ^{five} ~~one~~ (5) person. The names and post office addresses of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Acts of Legislature, as set forth in Section 617.0202, Florida Statutes shall hold office for the Corporation, are:

LUIS VANEGAS
2295 SW 64 AVE
MIAMI FL 33155

PRESIDENT

JORGE CAJINA
20 SW 63RD CT
MIAMI FL 33144

VICE-PRESIDENT

MARVIN RODRIGUEZ
9040 SW 97 AVE #6
MIAMI FL 33176

SECRETARY

ORLANDO MOLINA
2550 NW 13 STREET SUITE 325
MIAMI FL 33125

TREASURER

HEBERT BOHNENBLUST
537 SW 10 STREET SUITE C
MIAMI FL 33130

SGT. AT ARMS

The Board of Directors will be able to utilize all powers granted them by law as authorized under Section 617.0803 in order to direct the Corporation as they see fit.

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ARTICLE VIII

Fiscal Year : The fiscal year of the corporation shall commence on the first (1st) day of January and end on the thirty-first (31st) day

ARTICLE IX

The corporation shall have the right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to The inspection of the directors, and no directors shall have any right of inspections of any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the Board of Directors. The Corporation, in it's By-laws confers power upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

The corporation reserves the rights to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

ARTICLE X

Upon dissolution, liquidation and winding up of the Corporation, the Board of Directors shall, after paying and making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the corporation in such manner and to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes, as shall at the time qualify as an exempt organization under Section 501 (C) (3) of the Internal Revenue Service Code of 1954 as amended and as the Board of Directors may see fit.

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We, the undersigned, being each and all of the original subscribers to the non profit corporation herein above named for the purpose of forming a non profit corporation to operate

Both within and without the State of Florida, do hereby declaring and certifying that the facts herein stated are true, and so respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this 16TH day of January the year 1998.

[Signature]
LUIS VANEGAS, PRESIDENT

[Signature]
JORGE CAJINA, VICE-PRESIDENT

[Signature]
MARVIN RODRIGUEZ, SECRETARY

[Signature]
ORLANDO MOLINA, TREASURER

[Signature]
HEBERT BOHNENBLUST, SGT. AT ARMS

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STATE OF FLORIDA)

SS)

COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgments, personally appeared

**LUIS VANEGAS, JORGE CAJINA, MARVIN RODRIGUEZ, ORLANDO
MOLINA, & HEBERT BOHNENBLUST**

Who, after being duly sworn by me, depose and say that he signed the above and foregoing Certificate of Incorporation for the purposes therein set forth.

*WITNESS my hand and official seal, at Miami, Dade County, Florida, this 16th day
of September of the year 1997.*



GIOVANNI CASTELLANOS

*Notary Public,
State of Florida at Large*

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**CERTIFICATE OF ADKNOWLEDGMENT
OF REGISTERED AGENT
FOR SERVICE AND PROCESS WITHIN THE
STATE OF FLORIDA**

Pursuant to Florida Statutes Section 617.0202, the following is submitted:

**That: UNIDAD PATRIOTICA NICARAGUENSE (UPANIC)
FUNDACION PRO-AYUDA "VICTIMAS DEL COMUNISMO", CORP.
(Nicaraguan Patriotic Unity (UPANIC) Foundation Pro-Aid "Victims of
Communism"**

is qualified to operate under the Non profit laws of the State of Florida, with it's

REGISTERED OFFICE at:

**27 NW 13 AVE
MIAMI, FL. 33125
305-324-6507**

and has appointed: LUIS VANEGAS

As it's agent to accept services of process within the State.

ACKNOWLEDGMENT

*Having been named as Registered Agent to accept service of process for the above stated
Corporation at the place designated in the Certificate. I hereby accept to act in this
capacity and agree to comply with the provisions of said Act relative to keeping office
said office.*

LUIS VANEGAS, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA