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LAW OFFICES
ERNESTO J. DE LA FÉ
PROFESSIONAL ASSOCIATION
2151 LEJEUNE ROAD
SUITE 300
CORAL GABLES, FLORIDA 33134

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April 22, 1998

FAX (305) 442-9611

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

500002499905--9
-04/24/98-01082-017
***122.50 ***122.50

RE: Filing of Articles for Asociacion Antiguos Alumnos Colegio Trinitario, Inc.

Dear Sirs:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Thanking you in advance for your anticipated cooperation, I remain,

Very truly yours,

ERNESTO J. DE LA FÉ, P.A.

By:

Ernesto J. de la Fé, Esq.

EJF
Enclosure(s)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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4/27/98

ARTICLES OF INCORPORATION

OF

ASOCIACION ANTIGUOS ALUMNOS COLEGIO TRINITARIO, INC.

A NON-PROFIT CORPORATION

We, the undersigned, acting as incorporators of a Corporation pursuant to Chapters 617, Part I, of the Florida Statutes, adopt the following Articles of Incorporation of such corporation:

ARTICLE I - NAME

The name of this corporation shall be:

ASOCIACION ANTIGUOS ALUMNOS COLEGIO TRINITARIO, INC.

hereafter referred to as the "Corporation";

ARTICLE II - NAME

The English translation of the name of this corporation is:

TRINITARIAN SCHOOL ALUMNI ASSOCIATION, INC.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - CORPORATE PURPOSE

The purposes for which the Corporation is organized are:

1. To locate and reunite classmates from the following schools which were located in Cuba and run by the Trinitarian Catholic religious order:

- a. Colegio Trinitario de Cardenas, Cardenas, Matanzas;
- b. Colegio Trinitario de Luyano, Luyano, La Habana.

2. To strengthen in adulthood friendships that were established among classmates at those schools;

3. To promote the social and religious values learned at the schools, such as family, morality, and education, as well as Catholic theology, philosophy and upbringing;

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4. To promote a strong relationship between the alumni and the Trinitarian Order of Catholic Priests;

5. To do all things necessary, including raising funds, to accomplish all of the purposes expressed above.

ARTICLE V - MEMBERSHIP & OFFICERS

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

The qualifications and manner of election or appointment of the directors shall be regulated by the bylaws

ARTICLE VI - BOARD OF DIRECTORS

The number of Directors which shall constitute the whole Board shall be six (6), or such as from time to time shall be fixed by the bylaws, but in no event shall be less than three (3).

The names and addresses of the persons who are to serve as initial directors of this Corporation are as follows:

Eytel R. Piñon
9686 Fountainbleau Blvd., #510
Miami, Florida 33172-4135

Ruben Gonzalez
3251 N.W. 18th Terr.
Miami, Florida 33125

Jose A. Maruri
235 Ponce de Leon Blvd.
Coral Gables, Florida 33134

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street and mailing address of the initial registered office and primary corporate office of this Corporation shall be:

9686 Fountainbleau Blvd., #510
Miami, Florida 33172-4135

The initial registered agent of this Corporation shall be: Eytel R. Piñon, 9686 Fountainbleau Blvd., #510, Miami, Florida 33172-4135 who shall accept service of process within this State, at such address, and shall serve in such capacity until her successor is selected and duly designated.

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons who are to be the incorporators of this Corporation are as follows:

Eytel R. Piñon
9686 Fountainbleau Blvd., #510
Miami, Florida 33172-4135

Ruben Gonzalez
3251 N.W. 18th Terr.
Miami, Florida 33125

Jose A. Maruri
235 Ponce de Leon Blvd.
Coral Gables, Florida 33134

ARTICLE IX - GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes consistent with these Articles which are selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the Corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable services rendered and may confer benefit upon its members in conformity with its purposes.

ARTICLE X - NO PECUNIARY GAIN

The Corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain or remuneration to its members, directors, or officers as such, and no part of the net income or net earnings of the Corporation shall, directly or indirectly, be distributable to or to otherwise inure to the benefit of any member, director, or officer of, or any other person having a personnel and private interest in the activities of the Corporation; provided, however, that the Corporation may pay reasonable compensation for services rendered and property and supplies furnished to the Corporation in furtherance of its purposes described in Article II hereof.

ARTICLE XI - NO PERSONAL LIABILITY

Members, directors, and officers of the Corporation shall not be personally liable for the payment of any debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, directors, and officers be subject to the payment of the debts or obligations of the Corporation to any extent whatsoever.

ARTICLE XII - DISSOLUTION OF CORPORATION

The Board of Directors may dissolve this Corporation with the prior approval of two-thirds (2/3) majority vote of the general voting membership; provided that notice of purpose for the meeting has been furnished in writing to each voting member of the Corporation at least ten (10) days prior to the meeting where the vote for dissolution shall take place.

EXECUTION BY THE INCORPORATORS

IN WITNESS WHEREOF, the undersigned have hereto set their hands and seals on the foregoing Articles of Incorporation of the ASOCIACION ANTIGUOS ALUMNOS COLEGIO TRINITARIO, INC., as incorporators hereof, this 21st day of April, 1998.

Eytel R. Piñon
Eytel R. Piñon

Rubén González
Rubén González

Jose A. Maruri
Jose A. Maruri

ACKNOWLEDGMENT OF ONE INCORPORATOR

IN WITNESS WHEREOF, Eytel R. Piñon, an Incorporator hereof, has hereunto set his hand and seal hereon and acknowledges and files in the office of the Secretary of State of Florida, the foregoing Articles of Incorporation, this 21st day of April, 1998.

Eytel R. Piñon
Eytel R. Piñon
Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this
21st day of April, 19 98, by Eytel R. Piñon, who is
personally known to me or produced the following identification
N/A and who did not take an oath.


NOTARY PUBLIC, State of Florida

My Commission Expires:

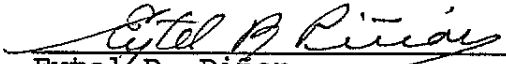


Ernesto J. De La Fe
MY COMMISSION # CC525463 EXPIRES
January 31, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

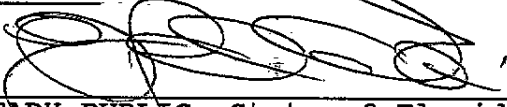
I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Eytel R. Piñon

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this
21st day of April, 19 98, by Eytel R. Piñon, who is
personally known to me or produced the following identification
N/A and who did not take an oath.


NOTARY PUBLIC, State of Florida

My Commission Expires:



Ernesto J. De La Fe
MY COMMISSION # CC525463 EXPIRES
January 31, 2000
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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