

N 9800000 3048



ACCOUNT NO. : 072100000032  
REFERENCE : 830977 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : May 26, 1998  
ORDER TIME : 10:05 AM  
ORDER NO. : 830977-005  
CUSTOMER NO: 4303929

*Patricia P...*

CUSTOMER: Ms. Joanna E. Iglesias  
GREENBERG TRAUIG  
1221 Brickell Avenue  
Miami, FL 33131

500002534895--9

DOMESTIC FILING

NAME: THE MANUEL V. IGLESIAS  
SCHOLARSHIP FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

~~2275~~  
~~W98-11930~~

EXAMINER'S INITIALS:

*DMC*  
*5/28/98*

FILED  
98 MAY 26 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECORDED  
98 MAY 26 PM 11:29  
DIVISION OF CORPORATION



RECEIVED

98 MAY 28 AM 11:24

FLORIDA DEPARTMENT OF STATE  
Sandra B. Morton, Secretary of State  
Division of CORPORATIONS

May 26, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: THE MANUEL V. IGLESIAS SCHOLARSHIP FOUNDATION, INC.  
Ref. Number: W98000011930

**RESUBMIT**  
Please give original  
submission date as the date.

We have received your document for THE MANUEL V. IGLESIAS SCHOLARSHIP FOUNDATION, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 998A00029335

**FILED**

98 MAY 26 PM 2: 22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
The Manuel V. Iglesias Scholarship Foundation, Inc.  
(A Florida Corporation Not For Profit)**

**ARTICLE I**

The name of this Corporation is The Manuel V. Iglesias Scholarship Foundation, Inc., (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation shall be 707 Central Avenue, Clewiston, Florida 33440.

**ARTICLE III**

The period of the duration of the Corporation is perpetual unless dissolved according to law.

**ARTICLE IV**

The Corporation is organized exclusively for charitable purposes, including, but not limited to, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

**ARTICLE V**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have those additional powers specified in its bylaws.

**ARTICLE VI**

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than one (1). The number and method of election of the directors of the Corporation shall be as stated in the bylaws. The number and method of election of the directors of the Corporation who shall serve following the terms of the initial directors shall be as stated in the bylaws.

**ARTICLE VII**

The number constituting the initial Board of Directors of the Corporation is <sup>three</sup>. The name and address of the persons who shall serve as the initial Board of Directors of the Corporation are as follows:

Jorge Iglesias  
707 Central Avenue  
Clewiston, FL 33440

Ramon Iglesias  
707 Central Avenue  
Clewiston, FL 33440

Juan Iglesias  
707 Central Avenue  
Clewiston, FL 33440

**ARTICLE VIII**

The Corporation shall have no members.

**ARTICLE IX**

Upon the dissolution of the Corporation, assets shall be distributed by the Board of Directors for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE X**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, if any, trustees, officers, or other private persons, except that the 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 Article IV hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Internal Revenue Code of 1986, as amended, or corresponding section to any future federal tax code.

Notwithstanding any other any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055, 2106(a)(2) and 2522 of the Internal Revenue Code of 1986, as amended, or corresponding sections of any future federal tax code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, then in that event, the Corporation:

A. shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; and

B. shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code; (iii) make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding section of any future tax code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

**ARTICLE XI**

The bylaws may be amended, altered, or repealed and new bylaws may be adopted only by the affirmative vote of a majority of the entire Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

**ARTICLE XII**

The Articles of Incorporation shall be amended only by the affirmative vote of a majority of the entire Board of Directors.

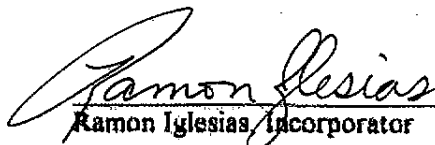
**ARTICLE XIII**

The street address of the Corporation's initial registered office in the State of Florida is: 707 Central Avenue, City of Clewiston, County of Hendry, and the name of its initial registered agent is Ramon Iglesias.

**ARTICLE XIV**

The name and address of the sole incorporator is Ramon Iglesias, 707 Central Avenue, Clewiston, Florida 33440 (hereinafter the "Incorporator").

*In Witness Whereof*, the undersigned, being the Incorporator for the purpose of forming a corporation pursuant to the Florida Not For Profit Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 22<sup>nd</sup> day of May, 1998.

  
Ramon Iglesias, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of The Manuel V. Iglesias Scholarship Foundation, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes.

  
Ramon Iglesias, Registered Agent

Date: 5.22 1998

**FILED**  
98 MAY 26 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA