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August 11, 1998

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700002614487--6
-08/13/98--01015--001
****131.25 ****131.25

Re: Incorporation of Cubans and Americans For Educational Exchange ("C.A.F.E")

Dear Sir/Madam:

Please incorporate the above referenced not for profit corporation. Enclosed herewith is a check payable to the Florida Secretary of State in the sum of \$131.25 and a return self-addressed envelope.

We thank you in advance for your cooperation..

Sincerely,

GARCIA & BALOYRA

Jose L. Baloyra, Esq.

FILED
98 AUG 13 PM 2:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Jose Baloyra wants
me to leave Corp name
assent to us Cafe party name.

DATE 8-17-98
DOC EXAM. CB

Jose L. Baloyra
AUTHORIZATION BY PHONE TO
CONTACT RA ACC
DATE 8-17-98
DOC EXAM. CB

CB
8-17-98
3

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purposes of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be Cubans and Americans for Educational Exchange (CAFÉ) Inc.

ARTICLE II PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be 6621 SW 116 Place Unit A Miami, Florida 33173-1743

ARTICLE III PURPOSES

The specific purposes for which the corporation is organized are to establish educational exchange programs that create bridges of communication and cooperation among students in the United States and Cuba in order to promote the free exchange of ideas, tolerance of different viewpoints and the right of students to learn and express their opinions.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is described in *Article III Membership and Voting* of the corporation's bylaws. The Board of Directors shall consist of no more than 11 members appointed by the Executive Director to serve staggered one and two-year terms with the option for re-election. Voting membership will consist of at least ¼ students from either the U.S. or Cuba and the balance of the Board will consist of professors, directors of community agencies, business leaders, and other leaders in the community.

After the first two years of the Board's existence, new candidates for the Board will be asked to present their qualifications to the Board which will in turn vote for new members with a secret ballot/majority rule.

The offices of the Board shall be Chairperson, Vice-Chairperson, Secretary, and Treasurer. Officers will be elected by the Board and must be members of the Board. All officers will serve a one-year term for no more than two consecutive terms.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

JOSE L. BALOYRA, ESQ.
1101 Brickell Ave.
South Tower, Ste. 702
Miami, Fla. 33131

ARTICLE VI INCORPORATOR

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

Manuel J. Hidalgo Jr.
6621 SW 116 Place Unit A
Miami, FL 33173



Signature/Incorporator

7-21-98

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

8/2/98

Date

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