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LAW OFFICE  
*Antonio E. Alonso*  
FIRST UNION BANK OF CORAL WAY  
1699 CORAL WAY, SUITE 315  
MIAMI, FLORIDA 33145

FILED

FAX:

(305) 856-1959

98 NOV 12 AM 11:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TELEPHONE:  
(305) 858-7452

November 6, 1998

Secretary of State  
Corporate Division  
P. O. Box 6327  
Tallahassee, FL 32314

700002685927--5  
-11/12/98--01074--011  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Articles of Incorporation of **CONFEDERACION DE  
TRABAJADORES DEMOCRATICOS DE CUBA, INC.**

Dear Gentleman or Madam:

Enclosed please find a money order in the amount of \$122.50,  
as per detail below, and original and two copies of the Articles of  
Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose  
address is:


1699 Coral Way, Suite 315  
Miami, Florida 33145

Thank you for your kind attention and cooperation to this  
matter.

Sincerely yours,

  
ANTONIO E. ALONSO, ESQ.

\$ 35.00 - Filing Fees  
52.50 - Certified Copy  
35.00 - Registered Agent Designation  
\$122.50

P. Helt  
NOV 17 1998  


**ARTICLES OF INCORPORATION**

**FILED**

**OF**

**98 NOV 12 AM 11:52**

**CONFEDERACION DE TRABAJADORES DEMOCRATICOS DE CUBA, INC.**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**"CONFEDERATION OF DEMOCRATIC WORKERS OF CUBA"**

**(A Corporation Not for Profit)**

**WE, the undersigned, with other persons being desirous of forming a corporation for sports and arts purposes under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:**

**ARTICLE I**

**NAME**

**The name of the corporation shall be CONFEDERACION DE TRABAJADORES DEMOCRATICOS DE CUBA, INC. "CONFEDERATION OF DEMOCRATIC WORKERS OF CUBA" (A Corporation Not for Profit)**

**ARTICLE II**

**PURPOSES**

**To organize and promote any and all kinds of act in order to benefit the cuban workers in the exile. Also to help and cooperate with cubans that have a prominent talent, which are living in low income status and whom represent the cuban values. Cooperate with and advocate for workers unions that support democracy, workers and human rights in the world and more specifically in Cuba.**

### ARTICLE III

#### QUALIFICATION OF MEMBERS

The membership of the corporation shall consist of persons who qualify to the requirements set up by the officers on a non discriminating basis. Admission to membership shall be upon approval by 75% vote of the existing members.

### ARTICLE IV

#### TERM OF EXISTENCE

The corporation shall have perpetual existence.

### ARTICLE V

#### SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
JUAN GUARINO MARTINEZ GUILLEN	6330 Petain Dallas, Texas 75227
MARIO FERNANDEZ MORA	3509 S.W. 113th Place Miami, Florida 33165
QUINTILIO GUZMAN	1528 N.W. 3rd Street Apt. No. 12 Miami, Florida 33125

### ARTICLE VI

#### OFFICERS

The officers of the corporation shall be a President, Vice-President, Secretary, Treasurer and other officers as may be

provided in the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
JUAN GUARINO MARTINEZ GUILLEN	President
QUINTILIO GUZMAN	Vice-President
MARIO FERNANDEZ MORA	Secretary
QUINTILIO GUZMAN	Treasurer

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

#### ARTICLE VII

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1528 N.W. 3rd Street, Apt. No. 12  
Miami, Florida 33125

The name of the initial registered agent of this corporation at that address is:

QUINTILIO GUZMAN

#### ARTICLE VIII

##### MAILING ADDRESS

The mailing address of the corporation is:

1528 N.W. 3rd Street, Apt. No. 12  
Miami, Florida 33125

## ARTICLE IX

### BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The Board of Directors shall be members of the corporation. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual hearing and meeting of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JUAN GUARINO MARTINEZ GUILLEN	6330 Petain Dallas, Texas 75227
MARIO FERNANDEZ MORA	3509 S.W. 113th Place Miami, Florida 33165
QUINTILIO GUZMAN	1528 N.W. 3rd Street Apt. No. 12 Miami, Florida 33125

## ARTICLE X

### BY-LAWS

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the By-Laws may be amended, altered or

rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting called for that purpose.

#### ARTICLE XI

##### AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the corporation called for the purpose by a two thirds vote of those present.

Amendments may also be made at a regular meeting of the corporation upon notice given, as provided by the By-Laws of intention to submit such amendments.

#### ARTICLE XII

##### NON-PROFIT STATUS

No part of the net earning of the corporation shall inure to the benefit of any individual or member unless the same inures for such benefit because of services rendered to the corporation pursuant to the laws of the State of Florida governing proper payments for non-profit corporations.

#### ARTICLE XIII

##### INDEBTEDNESS

The highest amount of indebtedness of liability to which the corporation may at any time subject itself shall never be greater than 100% of the value of the property of the corporation.

#### ARTICLE XIV

##### DUES

The amount of yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

#### ARTICLE XV

##### POWER

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase or bequest, and hold and dispose of such property as the corporation shall require, for the benefit of the members and not for pecuniary profit. It shall also have the right and the power to sell or dispose of any assets of the corporation, including publication rights to any articles or publications approved by the corporation. In order to promote the purposes of this corporation, it may engage in any legal business activity for purposes of raising revenue for the herein non profit corporation. These powers do not exclude the powers enumerated in FS 617.021.

#### ARTICLE XVI

##### MEETINGS

The annual meeting for the elections of members of the Board of Directors shall be held as may be provided in the By-Laws.

The corporation may provide in its By-Laws for the holding of additional regular meetings and any special meeting and shall provide notice of all such meetings.

Fifty per cent plus one of the members shall constitute a quorum for the holding of any meeting.

ARTICLE XVII

DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends of any kind of profits from the undertaking of this corporation and upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or to the Federal Government, or to the State or local government, for a public purpose, which said purpose shall be in conformity with the purpose of this corporation, and none of the assets will be distributed to any member, officer or trustee of this corporation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals on this 30 Oct day of 1998, 1998, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
INCORPORATOR: JUAN MARTINEZ GUILLEN

  
INCORPORATOR: MARIO FERNANDEZ MORA



Q. Guzman  
INCORPORATOR: QUINTILIO GUZMAN

STATE OF )  
 ) SS  
COUNTY OF )

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared JUAN GUARINO MARTINEZ GUILLEN, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation, that I relied upon the following form(s) of identification of the above-named person(s): TX. D.L # 5

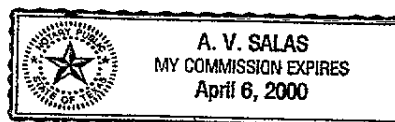
187 01568 and that an oath  
(was) (was not) taken.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed his official seal, in the State and County aforesaid, this 30 day of Oct, 1998.

A. V. Salas  
NOTARY PUBLIC, STATE OF  
AT LARGE

My Commission Expires:

TEXAS  
STATE OF FLORIDA )  
DALLAS ( SS  
COUNTY OF MIAMI-DADE)

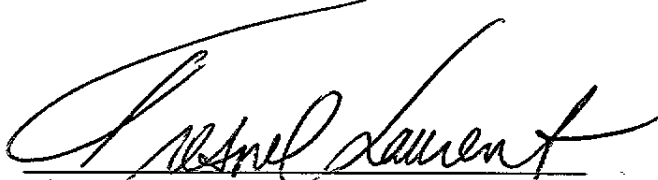


BEFORE ME, a notary public, authorized to take acknowledgment

in the State and County, set forth above, personally appeared **MARIO FERNANDEZ MORA**, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation, that I relied upon the following form(s) of identification of the above-named person(s): \_\_\_\_\_

\_\_\_\_\_ and that an oath (was) (was not) taken.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed his official seal, in the State and County aforesaid, this 21<sup>st</sup> day of OCTOBER, 1998.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:



Fresnel Laurent  
My Commission CC679028  
Expires October 19, 2001

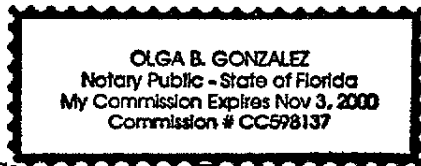
STATE OF FLORIDA       )  
                                  ( SS  
COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared **QUINTILIO GUZMAN**, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation, that I relied upon the following form(s) of identification of the above-named person(s): Valid I.D.

Card. and that an oath (was) (was not) taken.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed

his official seal, in the State and County aforesaid, this 20<sup>th</sup>  
day of October, 1998.



My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

**CERTIFICATE OF REGISTERED AGENT**

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
**QUINTILIO GUZMAN**  
Registered Agent

Dated: October 20, 1998

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SECRETARY OF STATE  
TALLAHASSEE, FL 32399