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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: TIES OF HOPE, INC.

AUDIT NUMBER.....H98000022460

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

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ARTICLES OF INCORPORATION
OF
TIES OF HOPE, INC.

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The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I - NAME AND LOCATION

The name of the Corporation is TIES OF HOPE, INC., located at 434 S.W. 24 Road Miami, Florida 33129

ARTICLE II - NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No party of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration of the Corporation is perpetual.

ARTICLE IV - PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.
- B. The Corporation is formed to assist and help the aged and disadvantaged.
- C. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate

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or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

- D. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V - LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 (Purposes) hereof.

ARTICLE VI - MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting members of one or more classes, who shall be admitted in such manner as who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

NAME	ADDRESS
ALEJANDRA TOVAR	434 S.W. 24th Road Miami, Florida 33129
RAUL R. DELGADO DE ARMAS	600 Brickell Avenue Suite 500 Miami, Florida 33131
PATRICIA FRIEDLANDER	14621 S.W. 84TH Court Miami, Florida 33158

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 600 Brickell Avenue Suite 500, Miami, Florida 33131, and the name of its initial Registered Agent at that address is Raul R. Delgado De Armas, Esquire.

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ARTICLE VIII - INITIAL BOARD OF TRUSTEES

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is two (2). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for ex officio and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

NAME	ADDRESS
ALEJANDRA TOVAR	434 S.W. 24th Road Miami, Florida 33129
RAUL R. DELGADO DE ARMAS	600 Brickell Avenue Suite 500 Miami, Florida 33131
PATRICIA FRIEDLANDER	14621 S.W. 84TH Court Miami, Florida 33158

ARTICLE IX - OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Legal Advisor and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

NAME	TITLE
ALEJANDRA TOVAR	President/Secretary
RAUL R. DELGADO DE ARMAS	Vice President/Treasurer

ARTICLE X - INCORPORATORS

The name and address of each Incorporator is as follows:

ALEJANDRA TOVAR	434 S.W. 24th Road Miami, Florida 33129
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ARTICLE XI - BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE XIV - INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.


ARTICLE XV - BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

ARTICLE XVI - NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 15 day of December, 1998.



Alexandra Toxar,
Incorporator

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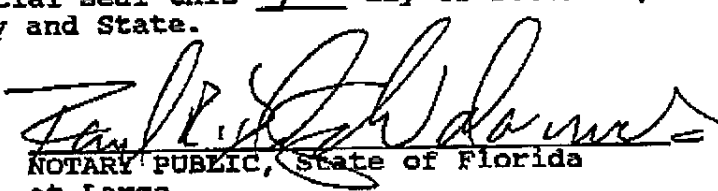
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STATE OF FLORIDA)
 ss
 COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared Alejandra Tovar, well known to me to be the person described in and who executed the foregoing instrument, and severally acknowledged to and before me that she executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 15th day of December, 1998, in the aforesaid County and State.

RAUL R. DELGADO DE ARMAS
 Notary Public, State of Florida
 My Comm. Exp. Aug. 4, 2001
 Commission No. CC665186



 NOTARY PUBLIC, State of Florida
 at Large.
 Print Name: _____

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of TIES OF HOPE, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 15th day of Decemer, 1998.


 RAUL R. DELGADO DE ARMAS, ESQUIRE
 Registered Agent

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