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## Florida Department of State

Division of Corporations

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## To:

Division of Corporations  
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## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

## FLORIDA NON-PROFIT CORPORATION

ASOCIACION MASONICA BAIRE, INC.

TRANSLATION: ASSOCIATION MASONIC BAIRE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
ASOCIACION MASONICA BAIRE, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and adopt the following Articles of Incorporation.

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be: ASOCIACION MASONICA BAIRE, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The Address of the Principal office of this Corporation shall be: 600 West 29th Street, Hialeah, Florida 33010.

The mailing address of this Corporation shall be 600 West 29th Street, Hialeah, Florida 33010. The Board of Directors from time may move the Registered Office to any other address in the State of Florida.

**ARTICLE III - NATURE OF BUSINESS AND POWERS**

The principal nature and purpose for which this corporation is organized are:

- a) The object of the corporation shall be to promote the principals and practices of free Masonry.
- b) To promote the general welfare of all the members in free Masonry, as well as the general public.
- c) To encourage the dissemination of the principals and practices of free Masonry.
- d) To promote good fellowship and the general welfare of those Cuban exiles who believe in the principals and practices of free Masonry.

Prepared By: Luis A. Crespo  
18901 NW 52 Ave  
Carol City, Fl 33055 (305) 624-2319  
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e) To participate in public forms involving the best interests and general welfare of the public.

f) To pick up and thoughtfully realize and implement the ideals that have yet to come to fruition and be realized in the interests of the Cuban nation.

g) To follow the teachings of Jose Marti in order to attain freedom and well-being of all Cubans who believe and follow the thinking and teachings of our beloved apostle.

h) To promote the unity of Cubans and others who love representative democracy, liberty and respect for human rights and are willing to participate in the effort to restore representative democracy, liberty and respect for human rights in Cuba and throughout the world.

i) To do and perform all such acts and things, including those generally allowed by the Laws of the United States and laws of the State of Florida relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time may be necessary or expedient in the exercise of any and all of its corporate functions, powers and rights.

j) The corporation shall be empowered to publish newspapers, pamphlets, books and magazines; acquire, rent, lease, let, hold, own, buy, convey, mortgage, bond, sell or assign property; real, personal or mixed; as the purposes of the corporation whether express or implied shall require, associate itself with other persons, corporate or natural, for the purpose of becoming a member of an in otherwise associating itself with other corporations or associations of a similar or like nature; collect dues, fees, rents, fines, subscriptions and other revenues to the advantage of the corporation and to do and perform all such other acts and things, including those generally allowed by the laws of the

United States and the State of Florida relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time may be necessary or expedient in the exercise of any of its corporate functions, powers and rights.

k) The promotion of a better understanding about the different groups of people in the American and world community with the goal to educate and participate in the representative democratic process.

#### ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected in accordance with the by-laws promulgated by the membership.

#### ARTICLE V - BOARD OF DIRECTORS

This corporation shall consists of not less than three members with the membership being limited to those persons who were members of the Masonic Order in Cuba or are current members of a Masonic Order in the United States of America. Members shall be elected by a unanimous vote of the membership committee to be hereinafter established by the Trustees hereof. This corporation shall have (3) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

#### ARTICLE VI - INITIAL DIRECTORS

The name of the initial directors and/or subscribers of this Corporation and their street addresses will be:

##### NAME

##### ADDRESS

Luis A. Crespo

18901 NW 52 Avenue, Carol City, Florida 33055

Francisco V. Hernandez 521 SW 42 Avenue, #206, Miami, FL 33134

Eduardo Pastrana 6221 SW 20 Terrace, Miami, FL 33155

The persons named as initial directors shall hold office for the first two years of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE VII - OFFICERS

The affairs of this Corporation are to be managed by not less than three members who shall comprise the board of trustees. From the board of trustees there shall be elected the following officers:

PRESIDENT

SECRETARY

TREASURER

Such officers to be elected by the members and shall establish the policies for conducting the affairs of the corporation and shall serve for terms of one year each.

All legal instruments of the Corporation shall be signed by the said President, sealed with the corporate seal and attested by said Secretary or in such manner as may be authorized by law.

The Trustees shall make reports of their receipts, disbursements and balances and the affairs of the Corporation to annual sessions of said Corporation and when requested shall make special reports to the membership.

#### ARTICLE VIII

The names of the first officers elected pursuant to Article VII above are:

LUIS A. CRESPO	President
FRANCISCO V. HERNANDEZ	Secretary
EDUARDO PASTRANA	Treasurer

#### ARTICLE IX

##### FIRST BOARD OF TRUSTEES:

The names and addresses of the first Board of Trustees, elected pursuant to Article VII above, are:

Luis A. Crespo	18901 NW 52 Avenue, Carol City, Floria 33055
Francisco V. Hernandez	521 SW 42 Avenue, #206, Miami, FL 33134
Eduardo Pastrana	6221 SW 20 Terrace, Miami, FL 33155

#### ARTICLE X - BY-LAWS

The By-Laws of the Corporation are to be made, altered or rescinded by members of the Board of Trustees subject to approval by the membership, such approval to be given or rejected at the next annual meeting of the general membership.

#### ARTICLE XI - TERMS OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

#### ARTICLE XII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be: Luis A. Crespo, 600 West 29th Street, Hialeah, FL 33010.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE XIII - INCORPORATORS

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Luis A. Crespo	18901 NW 52 Avenue, Carol City, Floria 33055
Francisco V. Hernandez	521 SW 42 Avenue, #206, Miami, FL 33134
Eduardo Pastrana	6221 SW 20 Terrace, Miami, FL 33155

ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Amendments to the Articles of Incorporation shall be approved and submitted to members for ratification at the annual meeting. The ratification of any amendment shall require a unanimous vote of those present at said annual meeting. It shall be required to provide a thirty day prior notice to the membership of the presentation of such an amendment.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on this 12<sup>th</sup> day of February, 1999.

  
\_\_\_\_\_  
LUIS A. CRESPO

  
\_\_\_\_\_  
FRANCISCO V. HERNANDEZ

  
\_\_\_\_\_  
EDUARDO PASTRANA

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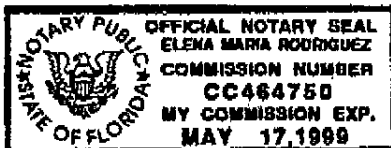
ACKNOWLEDGEMENT OF REGISTERED AGENT


Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
LUIS A. CRESPO  
REGISTERED AGENT

STATE OF FLORIDA )  
 )  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized to administer oaths, personally appeared, LUIS A. CRESPO, FRANCISCO V. HERNANDEZ and EDUARDO PASTRANA, the persons described as Incorporators, and the Registered Agent, who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation, on this 12<sup>th</sup> day of February, 1999, and who produced their Florida Driver's license as identification.



  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Commission No.:  
My Commission Expires:

I.D.# ① Fla.Drv.Lic. C621-521-41-264-0  
② Fla.Drv.Lic. H655-248-29-242-0  
③ Fla.Drv.Lic. P236-220-36-089-0

Luis A. Crespo  
Francisco Hernandez  
Eduardo Pastrana