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Rosa M. Chavarria, CPA
6115 N. Armenia Ave, #B
Tampa, Florida 33604
(813) 354-9440

March 29, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/31/99--01031--016
*****78.75 *****78.75

SUBJECT: MADRES 10 DE TAMPA, INC.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$78.75 in payment of corporate filing fees and one copy of Certificate of Status.

Please file the original articles and return the certified copy to me at the above address.

Sincerely,

Rosa M. Chavarria

ROSA M. CHAVARRIA

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STATE DIVISION
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MADRES 10 DE TAMPA, INC.**

A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned subscriber, for the purpose of forming a not for profit corporation under the Florida Not for Profit Law, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be:

MADRES 10 DE TAMPA, INC.

ARTICLE II

ADDRESS

The principle office and mailing address of this corporation shall be : 14114 Winslow Place, Tampa, Florida 33624

ARTICLE III

PURPOSE

This is a not for profit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Law set forth in Section 617 of the Florida Statutes. Including but not limited to fund raising activities for the (a) benefit of impoverished children, victims of natural and accidental disasters and events (b) MEDICAL treatment, education and technical training (c) establishment and completion of educational and technical training facilities for said victims of Colombia, South America.

ARTICLE IV

BOARD OF TRUSTEES

The power of this not for profit corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Trustees consisting initially of three (3) persons.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of trustees shall be held. At this meeting the rules for voting officers and board members will be presented. A nominating committee will be comprised of 2 existing board members and 2 general members. This committee will then elect a slate of candidates which will then be voted upon by the membership. A quorum is needed for voting purposes.

The Trustees elected at the first meeting and at all times thereafter, shall serve for a term of one (2) years.

Any and all decisions regarding any business of this not for profit entity shall be voted on by the Board of Trustees. Any action required or permitted to be taken by one member of the Board of Trustees under any provision of law may be taken without meeting if all members of the Board shall individually or collectively consent in writing to such action. Such consent or consents shall be filed with the minutes of the proceeding of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees.

INITIAL MEMBERS OF THE BOARD OF TRUSTEES

Maria Teresa Calderon	1411 Winslow PL, Tampa, FL 33624
Melva Santana	10506 Patview PL Tampa, FL 33624
Mabel de Zamora	506 C Richlynd St Tampa, FL 33617

The initial officer:

Maria Teresa Calderon, President/Treasurer

EARNINGS AND ACTIVITIES OF CORPORATION

No part of the net earnings of the corporation shall inure to the benefits of, or be distributable to its members, directors, 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 as set forth in Article IV above.

No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or

intervene in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these articles, the corporation shall not 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

Registered Office and Registered Agent

Maria Teresa Calderon
14114 Winslow PL.
Tampa, FL 33624

ARTICLE VI

AMENDMENT OF ARTICLES

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the Board of Trustees herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein state.



Maria Teresa Calderon, Subscriber

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

In compliance with Section 617, Florida Statutes, the following is submitted:

MADRES 10 DE TAMPA, INC. with its principal place of business at City of Tampa County of Hillsborough, state of Florida, has named Maria Teresa Calderon, located at 14114 Winslow PL, Tampa, Florida 33604, as it's agent to accept service of process within Florida.

Maria Teresa Calderon
Maria Teresa Calderon, Subscriber.
3-29-99
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.

Maria Teresa Calderon
Maria Teresa Calderon, Registered Agent

3-29-99
Date

99 MAR 31 AM 8:52
TALLAHASSEE, FLORIDA