

N990000003748

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

100002870071--9
-05/10/99-01136-010
*****78.75 *****78.75

SUBJECT: Incorporation of the Florida not for profit corporation
CARNAVALES SANTIAGUEROS, INC.

In connection with the above captioned subject enclosed please find the following:

1. Articles of incorporation of the aforesaid corporation.
2. Check in the sum of \$78.75, which has been made payable to the Florida Department of State, representing the filing fee of, and the designation of a Registered Agent totaling \$70.00, and \$8.75, for a Certified copy of the filed articles of incorporation.

Your special attention is requested to the fact that simultaneously with this filing, articles for the dissolution of a for profit Florida corporation of the same name are also being filed. Consequently, kindly process this application after the dissolution has taken place so there is no conflict with the names.

Your courtesies in this matter are appreciated.

Very Truly Yours,



Luis Bello
850 W. 49th. Street, #210
Hialeah, FL 33012

(954) 357-6817

FILED
99 MAY 13 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

New Dom.
Profit
5/13/99

99 MAY 13 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 18, 1999

LUIS BELLO
850 W 49TH ST #210
HIALEAH, FL 33012

SUBJECT: CARNAVALES SANTIAGUEROS, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P99000043701) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N99000003748 with the original file date of May 13, 1999.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter number: 599A00032720

AFFIDAVIT:

LUIS BELLO, of legal age, with residence at 850 W. 49th. Street, Apt. 210, Hialeah, Florida 33012, after having been duly sworn, upon my oath depose and say:

FIRST: I was the incorporator of a Florida for profit Corporation entitled, **Carnavales Santiagueros, Inc.**, which has recently filed a request for its voluntarily dissolution. Said dissolution was recorded by the Florida Department of State on or about May 7, 1999.

SECOND: I am the incorporator of a Florida not for profit Corporation named **Carnavales Santiagueros, Inc.**, which is about to be filed with the Florida Department of State.

THIRD: I have personal knowledge that the corporation referred to in the first paragraph of this Affidavit has no intention whatsoever, present or future, to again use the name **Carnavales Santiagueros, Inc.**, and hereby releases any right, title or interest over it, and further authorizes and encourages the use of this name by the newly formed not for profit corporation.

THIRD: I execute this affidavit with the knowledge that the Florida Department of State will rely in the statements herein contained, and I am aware that if any of its contents is false I am subject to punishment.

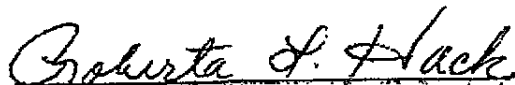
IN WITNESS WHEREOF, I sign and seal this Instrument In Fort Lauderdale, this 13th. Day of May, 1999.


JANICE DEGENSHEIN, Witness


LUIS BELLO, Affiant

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing Affidavit was executed under oath, and acknowledged before me this 13th day of May, 1999, by **LUIS BELLO**, Affiant, in my presence, who is personally known to me or who has produced her Florida Driver's License as identification.


Notary Public of the State of Florida

Print Name: ROBERTA HACK

My commission expires on February 21, 2003



Roberta L. Hack
Commission # CG 211203
Expires Feb. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

**ARTICLES OF INCORPORATION OF
CARNAVALES SANTIAGUEROS, INC.**

FILED
99 MAY 13 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**Article I
NAME**

The name of the corporation shall be **CARNAVALES SANTIAGUEROS, INC.**

**Article II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

10250 S.W. 28th. Street
Miami, Florida 33165

**Article III
PURPOSES**

The specific purposes for which this not for profit corporation is organized are to preserve and promote the roots and the traditions of the Cuban people, more particularly of those cubans that have been born in the City of Santiago de Cuba, in the Province of Oriente. To that effect the corporations shall organize and present lectures, artistic shows, cultural conferences, ethnic festivals, trips to places of historical interest, all of these activities having the common thread of the nationality and place of birth herein above described.

In the event any of the foregoing activities, by way of donation or from any other source, leaves a monetary balance to the corporation, said monies shall be utilized firstly to defray the expenses incurred in the preparation and/or presentation of the event, secondly, to cover the day to day expenses and maintenance such as rent, electricity, telephone, supplies, etc., of the place where the activities shall be taking place, thirdly to effect donations to worthwhile projects as considered and approved by the Board of Directors, and finally toward the purchase of a parcel of land for the future construction of the official site of the corporation being formed.

**Article IV
MANNER OF ELECTION OF DIRECTORS**

The Corporation shall be managed by a Board of Directors that shall be freely elected every year by the secret ballot of each of its members .

Page 2

Article V
INITIAL REGISTERED AGENT AND STREET ADDRESS

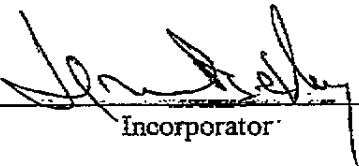
The name and Florida street address of the initial registered agent are:

JOSE H. PUJOL
10250 S.W. 28th. Street
Miami, Florida 33165

Article VI
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

LUIS BELLO
850 W. 49th. Street, #210
Hialeah, Florida 33012

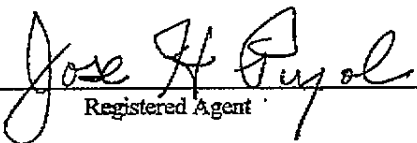


Incorporator

April 23, 1999

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.



Registered Agent

April 23, 1999

Date