

N990000006190

TRANSMITTAL LETTER

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

SUBJECT: Tallahassee Hispanic Embracement Organization, Inc
(Proposed corporate name - must include suffix)

900003019069--9
-10/20/99--01008--001
*****79.00 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Pedro Nunez III
Name (Printed or typed)

3747 Shamrock St. W.
Address

Tallahassee, FL 32308
City, State & Zip

487-4105
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 19 PM 4:12

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

10/19

**ARTICLES OF INCORPORATION
OF THE
TALLAHASSEE HISPANIC EMBRACEMENT ORGANIZATION
INCORPORATED**

ARTICLE I - NAME

The name of this corporation is: Tallahassee Hispanic Embracement Organization, Incorporated.

ARTICLE II - POWERS

This corporation shall have all powers provided for corporations not for profit by Chapter 617 of the Florida Statutes.

ARTICLE III - PURPOSES

The corporation shall be private non-profit, non-partisan and tax exempt. This corporation is organized exclusively for charitable purposes, including such purposes as the betterment of the standard of living for American of Hispanic/Latinos descend ("Hispanics") residing in the State of Florida. Assisting to empower and enlighten Hispanics in the realization of economic and educational advancement, cultural enrichment, civil rights, human dignity and social justice.

Section I. Other functions shall be:

- (A) to act as a clearinghouse of information with respect to important developments affecting Hispanic/Latinos;
- (B) to advocate for the development of coherent governmental policies which can provide the most effective delivery of services to Hispanic/Latinos in Florida;
- (C) to promote educational advance and acceptance of Hispanic values in Florida;
- (D) to be a catalyst for Hispanic/Latinos in the achievement of economic independence; social, cultural and educational advancements of Hispanic/Latinos of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

No part of the net earnings of the corporation shall inure to the benefit of any member, director, officer of the corporation, or any private individual except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more its purposes, and no member director, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

The corporation shall distribute its income for each taxable year at such time and in such manner imposed by §4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Laws.

The corporation shall not engage in any act of self-dealing as defined in §4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Laws; nor make any investments in such manner as to incur tax liability under §4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Laws; nor make any taxable expenditures as defined in §4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax Laws.

Notwithstanding any other provisions of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under §501(c) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under §170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of §501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV - QUALIFICATION OF MEMBERS

The corporation shall have no members.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

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

Pedro Narezo III, 3747 Shamrock St. W., Tallahassee, FL. 32308

Felipe Reynosa, 200 W. Tharpe St., Tallahassee, FL. 32301

Patricia Barnard, 3223 Thames Dr., Tallahassee, FL. 32308

Ramon Chavez, 2900 Par Lane, Apt. B., Tallahassee, FL. 32304

ARTICLE VII - OFFICERS

Section 1. The officers of the corporation shall be the President, Vice-President, Treasurer and Secretary and such other officers as may be specified in the corporate By-Laws. Any two (2) offices, except those of President and Secretary, may be held by the same person.

Section 2. 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>Office</u>	<u>Name</u>
President	Pedro Narezo III
Vice-President	Felipe Reynosa
Treasurer	Patricia Barnard
Secretary	Ramon Chavez

Section 3. The officers shall be elected at the first meeting of the Board of Directors and thereafter at the annual meeting of the Board of Directors or as provided for the By-Laws.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. All the rights and powers of the corporation and the entire control and management of its affairs shall be vested and exercised by the Board of Directors. Qualifications for membership on the Board of Directors shall be prescribed in the By-Laws. The number of members of the Board of Directors shall be four (4), and may be increased or decreased from time to time as provided in the By-Laws. Each member of the Board of Directors shall be elected or appointed in the manner and for the term as provided in the By-Laws.

Section 2. The members of the Board of Directors shall be representatives of individuals who are directly working toward improving the welfare of Hispanic/Latinos of Florida.

Section 3. The names and addresses of the person who are to serve as the first Board of Directors of the corporation are:

Pedro Narezo III, 3747 Shamrock St. W., Tallahassee, FL. 32308

Felipe Reynosa, 200 W. Tharpe, Tallahassee, FL. 32301

Patricia Barnard, 3223 Thames Dr., Tallahassee, FL. 32308

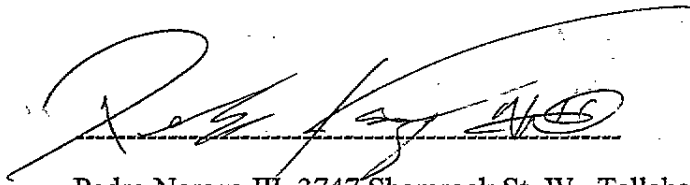
Ramon Chavez, 2900 Par Lane, Apt. B., Tallahassee, FL. 32304

ARTICLE IX - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as exempt organization(s) under §501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.

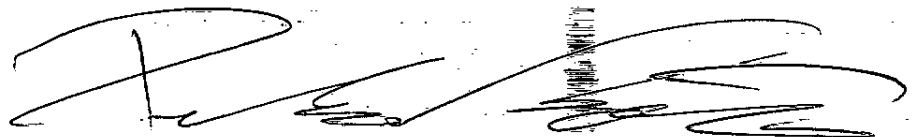
ARTICLE X - REGISTERED AGENT

The corporation's initial registered agent and the address of its initial registered office is as follows:



Pedro Narezo III, 3747 Shamrock St. W., Tallahassee, FL. 32308

I, Pedro Narezo III, am the incorporator of the organization, 10519-99.



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Tallahassee Hispanic Embracement Organization
INCORPORATED

2. The name and address of the registered agent and office is:

Pedro Nunez III
(NAME)

3747 Shamrock St. W.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

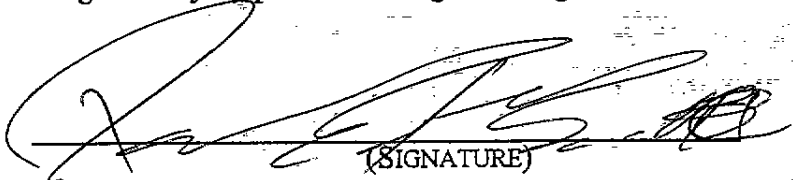
Tallahassee, FL 32308
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

59 OCT 19 PM 4: 12

APPROVED
AND
FILED

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.


(SIGNATURE)

10-19-99
(DATE)