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CR2E031(9/92)

Articles of Incorporation Of International Seafarers Association, Inc.



Article 1. Name. The name of the Corporation is: International Seafarers Association, Inc.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of the corporation is as follows:

- A. This organization is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to:
 - a. Serve the needs of the seafaring men and women that work in cruise and cargo ships by providing centers where they can rest physically and spiritually.
 - b. Provide access to welfare services of country of origin.
 - c. Provide benefits such as medical insurance, optical insurance, dental insurance, counseling (drug & alcohol abuse, pregnancy, sexually transmitted diseases, terminal illness, adoption,), etc.
 - d. Be the focal point where religious services can be obtained regardless of the religious affiliation of the individual.
 - e. Provide assistance in cases of duress or emergency when members die in ports away from home or family members die.
 - f. Provide temporary assistance in case of loss of job.
 - g. Provide translation assistance.
- B. To exercise all rights and powers conferred by the Laws of the State of Florida upon nonprofit corporations.
- C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The Corporation shall have voting members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and responsibilities of members of the Corporation. The Bylaws may provide for Nonvoting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges set forth in the Bylaws, but who shall not have the right to vote. The name and address of the initial Voting Member is:

Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029

Article 5. Initial Registered Agent and Office. The initial registered agent is Juan P. Sierra and the initial registered office 18332 SW 5th Court, Pembroke Pines, FL 33029.

Article 6. Initial Board of Directors. The initial Board of Directors shall have 3 members whose names and addresses are:

Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029

Harold L. Whitlock, 671 Wiggins Lake Dr. #102, Naples, FL 34110

Jose Ignacio Gonzalez, 3935 NW 26 St., Miami, FL 33142

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the bylaws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) 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:

President
Secretary
Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029
Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029
Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029

Article 8. Incorporator. The name and address of the incorporator of this corporation is:

Juan P. Sierra, 18332 SW 5th Court, Pembroke Pines, FL 33029

Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

<u>Article 10. Corporate Address</u>. The street address of the Corporation's initial principal office is 18332 SW 5th Court, Pembroke Pines, FL 33029.

26th day of November, 1999. Acknowledged before me on 26th day of November 1999, by Juan P. Sierra, who produced his Passport as identification, and executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed. NOTARY PUBLIC-STATE OF FLORIDA Commission No.: My Commission Express CON I accept designation as registered agent:

In witness whereof, the undersigned have signed these Articles of Incorporation on this