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HENRY VOLPE, ESQUIRE
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(305) 270-8876

February 9, 1998

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To Whom It May Concern:

Enclosed please find an Amendment to the Articles of Incorporation of Cuba Net News, Inc. I enclose a check in the amount of Eighty Seven Dollars 50/00 for the filing and for providing me a Certified Copy of same. Thank you very much for your anticipated cooperation.

Sincerely,



Henry Volpe

FILED
98 FEB 13 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

FEB 17 1998

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
98 FEB 13 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CubaNet News, Inc.

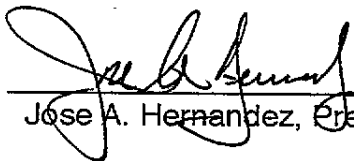
Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

The date of adoption of the amendment was: January 15, 1998.

The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

CubaNet News, Inc.

Corporate Name



Jose A. Hernandez, President

JOSE A. Hernandez

Jose A. Hernandez, President

1-22-98

Date

AMENDED
ARTICLES OF INCORPORATION

OF

CubaNet News, Inc.

ARTICLE I

NAME

The name of the corporation is:

CubaNet News, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

CORPORATE PURPOSE

The purpose for which the Corporation is organized are:

1. Exclusively religious, charitable, scientific, literary and educational within the meaning of section 501 (C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

3. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

4. CubaNet is a non-partisan Internet project in solidarity with the Cuban democracy movement that has been functioning with a De Facto existence since 1994.

5. CubaNet disseminates the work of independent journalists in Cuba through the Internet, and seeks to increase contact between other independent sectors in Cuba and

the international community.

6. CubaNet volunteers take phone calls from independent journalists in Cuba, transcribe their articles and distributes them on the Internet to a subscriber list.

7. These articles are then displayed on a Web page for all interested individuals to view.

ARTICLE IV

MEMBERSHIP, OFFICERS AND DIRECTORS

The qualifications for members and the manner of their admission shall be regulated by the bylaws.

The qualifications and manner of election or appointment of officers and directors shall be regulated by the bylaws.

ARTICLE V

BOARD OF DIRECTORS

The number constituting the Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve initially are:

Omar J. Galloso, 648 NW 128 Pl, Miami, FL 33182
Rosa Berre, 30 Phoenetia Ave. #6, Coral Gables, FL, 33134
Jose A. Hernandez, 7901 Erwin Rd., Miami, FL, 33143

ARTICLE VI

OFFICERS

The Officers of the Corporation shall consist of a President and two (2) Vice Presidents. Each officer shall be elected in a manner prescribed in the Bylaws. The name and address of the officers are as follows:

President:	Jose A. Hernandez	7901 Erwin Rd., Miami, FL, 33143
Vice President:	Omar J. Galloso	648 NW 128 Pl Miami, FL 33182
Vice President:	Rosa Berre	30 Phoenetia Ave. #6 Coral Gables, FL, 33134

8. Inventory will be taken on the 30th day of each month and on the 28th day of February and Lessor shall charge Lessee the cost of \$3.50 per pallet in storage on the 30th day of every month and on the 28th day of February.

9. Lessee agrees to pay any and all amounts due Lessor by the 6th day of the subsequent month.

10. Lessor understands the importance of Lessee having access to its merchandise and agrees to maintain corridors of substantial width for individuals to walk on either side of the stored merchandise and to be able to view said merchandise and contents.

11. Lessor agrees not to double stack pallets, that is pallets will not be stacked on top of each other under any circumstances.

12. Lessor will give Lessee 30 days advance notice prior to Lessor's moving to a different facility. Lessee shall have the right to determine whether to continue to use Lessor's space at said new facility.

ARTICLE VII

GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes consistent with these Articles which are selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the Corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pay compensation in a reasonable services rendered and may confer benefit upon its members in conformity with its purposes.

ARTICLE VIII

NO PERSONAL LIABILITY

Members, directors and officers of the Corporation shall not be personally liable for the payment of any debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, directors, and officers be subject to the payment of the debts or obligations of the Corporation to any extent whatsoever.

This Instrument Prepared By:
Henry Volpe, Esquire
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(305) 270-8876