

713089

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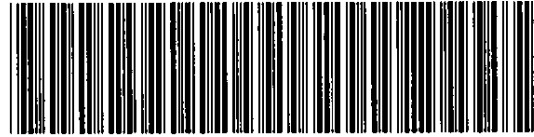
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MUNICIPALITY OF MATANZAS IN EXILE, INC.

DOCUMENT NUMBER: 713089

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Demetrio J Perez

(Name of Contact Person)

Demetrio J Perez and Associates, P.A.

(Firm/ Company)

2700 SW 8 St

(Address)

Miami, Florida 33135

(City/ State and Zip Code)

djp@lincoln-marti.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Demetrio Perez

(Name of Contact Person)

at (305) 643-4889

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 14, 2009

DEMETRIO J. PEREZ
2700 SW 8 ST
MIAMI, FL 33135

SUBJECT: MUNICIPALITY OF MATANZAS IN EXILE, INC.
Ref. Number: 713089

We have received your document for MUNICIPALITY OF MATANZAS IN EXILE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 209A00016476

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MUNICIPALITY OF MATANZAS IN EXILE, INC.
713089

ARTICLE I

Name

The name of this Corporation is the Municipality of Matanzas in Exile, Inc.

ARTICLE II

Enabling Law

This Corporation is organized pursuant to the Florida Not for Profit Corporation Act.

ARTICLE III

Purposes

Section 1. Tax-Exempt Status. The tax exempt purposes of this corporation shall be to receive and maintain a fund or funds of real or personal property or both and, subject to the restrictions and limitations which are hereinafter set forth, to use and apply the whole or any part of the income from the principal of the fund or funds exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or any may hereafter be amended. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations described in §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

Section 2. Principal Place of Business. The principal place of business and mailing address of the corporation is:

Principal Office of Business

2700 SW 8th Street
Miami, Florida 33135

Mailing Address

2700 SW 8th Street
Miami, Florida 33135

Section 3. Specific Purpose. The specific purpose of the non-profit corporation is:

This Corporation is named after the Cuban city of Matanzas, which was founded on Tuesday, October 13, 1693. The purpose of this organization is to unite the sons and daughters of the municipality of Matanzas as well as their descendants and the friends of Matanzas under the umbrella of this Corporation. The Municipality of Matanzas in Exile, Inc. will, among other like-minded activities, engage in the following:

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- Undertake a census of the sons and daughters of Matanzas and their descendants who either reside in Cuba or in exile.
- Conduct research and formulate recommendations to assist in the economic and social recovery of the region once the Castro regime has been removed from power.
- Organize activities to revive old bonds and create new ones among the people of the city of Matanzas through social activities, publishing, cultural engagements, scholarships and other activities permitted by law to further the purposes of this Corporation.

The Corporation is organized to provide special services to the general community, and to the Cuban-American community, as permitted by the laws of the United States and of the State of Florida.

The Corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501 (c)(3) of the Internal Revenue Service Code.

Section 4. Manner of Election. The manner in which the directors are elected or appointed is:

The Board of Directors of the Corporation shall be the President, Vice-President, Secretary/Treasurer and Executive Director (ex-officio).

The Executive Director shall be a non-voting member of the Executive Committee and a full-time employee engaged by the Board of Directors of the Corporation and shall serve at its discretion.

Section 5. Board of Directors. The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the By-Laws. In case of any increase in the number of directors, the additional directors may be elected by the directors.

The names and addresses of the members of the Directors are:

Demetrio Perez, Jr., President
2700 SW 8th Street
Miami, Florida 33135

Arminda Espinosa, Vice-President
2700 SW 8th Street
Miami, Florida 33135

Dominica Alcantara, Secretary/Treasurer
2700 SW 8th Street
Miami, Florida 33135

Section 6. Registered Agent. This corporation appoints Demetrio J. Perez, Esq., who has been a bona fide resident of the State of Florida for at least three years, as its Registered Agent in and for the State of Florida. The complete name and address of the Registered Agent is

Demetrio J. Perez, Esq.
Demetrio J. Perez & Associates, P.A.
2700 SW 8th Street, Suite 202
Miami, Florida 33135

Section 7. Number of Directors. The number of Directors of this Corporation shall be not less than one (1) and not greater than seven (7).

Section 8. Lifetime of the Corporation. The Corporation shall exist perpetually unless sooner dissolved according to law.

Section 9. By-Laws. The By-Laws of the Corporation shall be made by the Governance Committee and thereafter altered or rescinded according to the articles of such By-Laws.

Section 10. Effective Date. These Articles are to be effective May 20, 2009.

Section 11. Inurement of Income. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 12. Operational Limitations. 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; or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

Section 13. Dissolution Clause. Upon the dissolution of the Corporation, the Governance Committee shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such a manner, to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code, as the Governance Committee shall determine. Any such assets not so disposed of shall be disposed of by order of the Court of competent jurisdiction of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as said court shall determine which are organized and operated exclusively for such purposes.

There being no members entitled to vote on these Amended and Restated Articles of Incorporation of the Municipality of Matanzas in Exile, the Articles were adopted by the Board of Directors on May 20, 2009.



Demetrio Perez, Jr.
President

ACCEPTANCE BY REGISTERED AGENT

Having been named as a registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Demetrio J. Perez, Esq.