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SECRETARY OF STATE
TALLAHASSEE, FL



September 10, 2024

2024 SEP 23 PM 11:57
SECRETARY OF STATE
TALLAHASSEE, FL

VIA REGULAR MAIL

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

Re: Amended and Restated Articles of Incorporation of The Colombian-American Chamber of Commerce of Greater Miami, Inc.

Dear Sir or Madam:

Attached for filing please find the Amended and Restated Articles of Incorporation of the Colombian-American Chamber of Commerce of Greater Miami, Inc., along with a check in the amount of \$43.75 for filing fees and a certified copy. Please return the certified copy to me at the below address. Thank you.

If you have any questions or comments, please do not hesitate to call me at 305-491-5111.

Sincerely,

A handwritten signature in black ink, appearing to read 'Gerald Duty', is written over a horizontal line.

Gerald Duty

RICHARDS & PARTNERS, P.A.

ATTORNEYS AT LAW

2665 SOUTH BAYSHORE DRIVE | SUITE 703 | MIAMI, FLORIDA 33133

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Sept 9 AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF THE
COLOMBIAN-AMERICAN CHAMBER OF COMMERCE OF GREATER MIAMI, INC.

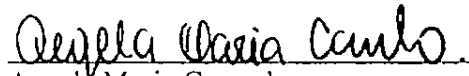
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SECRETARY OF STATE
TALLAHASSEE, FL

Pursuant to the provisions of Chapter 617, Florida Statutes, we adopt the following Amended and Restated Articles of Incorporation:

1. The Amended and Restated Articles of Incorporation of the Colombian-American Chamber of Commerce of Greater Miami, Inc. are attached hereto and incorporated herein by reference.
2. The attached Amended and Restated Articles of Incorporation were unanimously adopted as of June 14, 2022 by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of this ___ day of July, 2024.

The Colombian-American Chamber of
Commerce of Greater Miami, Inc.:



Angela Maria Camacho
Chairperson and President and CEO

SEP 23 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FL

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF THE
COLOMBIAN-AMERICAN CHAMBER OF COMMERCE OF GREATER MIAMI, INC.

ARTICLE I
Name

The name of the corporation is the Colombian-American Chamber of Commerce of Greater Miami, Inc.

ARTICLE II
Principal Office

The principal office and mailing address of the corporation is 1110 Brickell Avenue, Suite 400 K-22, Miami, Florida 33131. The Board of Directors or an officer of the corporation acting under the authority of the Board of Directors is authorized to change the principal office of the corporation from time to time without amendment to these articles of incorporation.

ARTICLE III
Duration

The duration of the corporation is perpetual unless sooner dissolved by the officers or directors as provided for by the laws of Florida.

ARTICLE IV
Purpose

The corporation is organized for the purpose of promoting, stimulating and developing commercial relations between Colombia and the United States, as well as for other activities customary for a chamber of commerce for the benefit of the members and to represent the interests of the members.

ARTICLE V
Board of Directors

The authority for all affairs of the corporation shall be in the Board of Directors who shall have and may exercise all powers of the corporation as permitted by federal and state law, these articles of incorporation and the bylaws of the corporation as from time to time in effect. There

shall be no more than 23 members of the Board of Directors. The method of election of the members of the board of directors shall be provided for in the bylaws.

ARTICLE VI **Not for Profit**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

ARTICLE VII **Distribution of Assets Upon Dissolution**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code of 1986, or corresponding sections of any future federal tax code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII **Members**

The membership of the corporation shall consist of business entities or persons who express an interest in the purpose of the corporation and satisfy requirements for membership as determined from time to time by the Board of Directors. The Directors may from time to time prescribe the form and manner in which application may be made for membership. The authorized number of members of the corporation, the different classes of membership (if any), the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the Bylaws.

ARTICLE IX **Registered Agent**

The street address of the registered office of the Corporation is 1110 Brickell Avenue, Suite 400 K-22, Miami, Florida 33131 and the name of the registered agent of the Corporation at that address is Andres Restrepo.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of this 9 day of September, 2024.

The Colombian-American Chamber of
Commerce of Greater Miami, Inc.:

Angela Maria Camacho
Angela Maria Camacho
Chairperson and President and CEO

2024 SEP 23 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FL

2024 SEP 23

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**


WITNESSETH

The Colombian-American Chamber of Commerce of Greater Miami, Inc. has designated Andres Restrepo, 1110 Brickell Avenue, Suite 400 K-22, Miami, Florida 33131 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to set in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 617.0501, Florida Statutes.

Dated this 9th day of Sept., 2024.



Andres Restrepo

SEP 23 11:37
SECRETARY OF STATE
TALLAHASSEE, FL