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Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: March 5, 2003

RE: Amnesty International of the U.S.A., Inc.

Based on my review of the file and the information received from the corporation, it is my recommendation that this file be closed. Corporation erroneously represented on its February 11, 2003 application it had "conducted its affairs" in Florida since January 1997, notwithstanding the fact its activities do not come within the definition of a "conducting affairs" under section 617.1501, Florida Statutes. Accordingly, no penalties or past annual report fees are due. Corporation wishes conduct its affairs in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Amnesty International of the U.S.A., Inc.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Louis LoRe, Director of Planned Giving

(Name of Person)

Amnesty International of the U.S.A., Inc.

(Firm/Company)

322 Eighth Avenue

(Address)

New York, NY 10001

(City/State and Zip Code)

For further information concerning this matter, please call:

Louis LoRe

(Name of Person)

at (212) 633-4224

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 12, 2003.

LOUIS LORE, DIRECTOR OF PLANNED GIVING
AMNESTY INTERNATIONAL OF THE U.S.A., INC
322 EIGHTH AVENUE
NEW YORK, NY 10001

SUBJECT: AMNESTY INTERNATIONAL OF THE U.S.A., INC.
Ref. Number: W03000004216

We have received your document for AMNESTY INTERNATIONAL OF THE U.S.A., INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$12,020.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

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Lee Rivers
Document Specialist

Letter Number: 203A00009489

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February 26, 2003



Mr. Lee Rivers
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: W03000004216

Dear Mr. Rivers,

Thank you for your letter of February 12th, and our subsequent phone conversation.

Amnesty International USA (AIUSA) first issued Charitable Gift Annuities (CGA) in Florida in 1997. In 1997 and every year since, AIUSA has filed a Sworn Statement For Issuers of Donor Annuity Agreements with Terri Reynolds at the Florida Bureau of Specialty Insurers. Amnesty has been registered in Florida for many years with the Florida Department of Agriculture & Consumer Services in order to solicit contributions. I spoke with Rudy Hamrick of the Department of Agriculture and Consumer Services. He told me that AIUSA is registered with his Department.

In January 2003, Christopher Street of the Department of Financial Services, Office of Insurance Regulation notified me that AIUSA was not registered with the Florida Secretary of State to conduct business in Florida.

A question I have is, if AIUSA is registered to solicit funds in Florida does this not cover issuing gift annuities also?

In the event that this is not the case, I refer back to your letter and resubmit the Application By Foreign Not For Profit Corporation For Authorization To Conduct Its Affairs In Florida. This resubmitted application, along with the requested notarized affidavit is enclosed herein. I have also enclosed a copy of our business standing from the State of New York. We have requested an original, which we will send to you upon receipt.

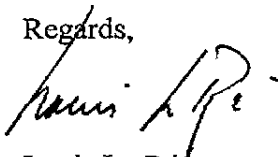
On the original application, #6, date of commencing business was listed as February 1992. That is the date AIUSA first registered for mail solicitation. The revised application shows a date of January 1997 for our first annuity contract.

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Mr. Rivers, it is our intent to comply with the Florida State regulations, and I hope that the enclosed information will facilitate this effort. I also hope that our willingness to comply with state regulations, as attested by our annual filing with the Bureau of Insurers, will reflect favorably when you consider AIUSA's fines and liabilities. Please let me know if there is additional information which is needed.

I thank you in advance for your kind attention to this matter, and I look forward to hearing from you.

Regards,



Louis Lo Ré
Director of Planned Giving
212-633-4224
llore@aiusa.org

cc: Rudy Hamrick
Department of Agriculture & Consumer Affairs
Division of Consumer Services
Second Floor, Mayo Building
Tallahassee, FL 32399-0800

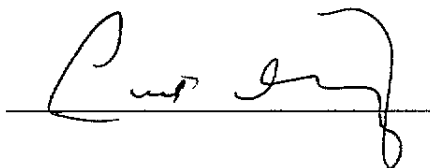
Terri Reynolds
Insurance Examiner
Bureau of Specialty Insurers
Division of Insurer Services
200 East Gaines Street
Tallahassee, FL 32399

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SWORN STATEMENT

Curt Goering, Senior Deputy Executor Director at Amnesty International of the U.S.A. Inc. certifies that the revised application shows Amnesty International USA's EID number and a change of date for beginning business in Florida from February, 1992 (mail solicitations) to the correct date of January, 1997 for issuing Charitable Gift Annuities.



STATE OF *New York*)
COUNTY OF *New York*)

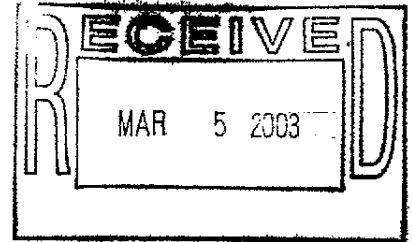
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On this 26th day of February 2003, before me came *Curt Goering*, to me known, who duly swore to the foregoing instrument that he is the Senior Deputy Executive Director at **Amnesty International of the U.S.A., Inc.**


NOTARY PUBLIC

ELIZABETH ROSS
Notary Public, State of New York
No. 01R04284300
Qualified in New York County
Commission Expires Feb. 2, 2007

TO: Gerry York, General Counsel's Office
FROM: Lee Rivers, Registration Section
DATE: March 4, 2003
SUBJECT: AMNESTY INTERNATIONAL OF THE U.S.A., INC.



REFERENCE: W03000004216

The attached documents and correspondence are being forwarded to you for appropriate handling, because Mr. Lo Re's letter of February 26, 2003 asks that we consider their "fines and liabilities" in light of several things raised in his letter.

Please also note that when I spoke to Mr. Lo Re, I was very clear that we do not determine whether or not an entity has conducted affairs in Florida, and I also let him know that the original application should not be changed even if a notarized affidavit changes erroneous information in that original application. His original application gave a date in 1992 and his resubmitted application lists 1997. His notification of penalty and annual report fees was based on the original 1992 date.

At the time we examined their documents, there did not appear to be any corrections necessary, other than the issue of the certificate of existence, which Mr. Lo Re refers to in his letter.

Should you have any further questions concerning this matter, please do not hesitate to get in touch.

LEE RIVERS

/lr

Attachments

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Agent: only
registered
agents

no other
person on the
ground in Florida



March 4, 2003

Mr. Lee Rivers, Document Specialist
Florida Dept of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Amnesty International of the U.S.A., Inc.
Ref. Number: W03000004216

Dear Mr. Rivers:

Enclosed please find an original certificate of existence issued by the New York State Department of State on February 25, 2003. I mentioned in my letter of February 26, 2003 that I would send this to you upon receipt.

Please let me know if you have questions regarding the enclosed.

Sincerely,

Louis Lo Ré
Director of Planned Giving
212-633-4224

cc: Mr. Rudy Hamrick
Dept of Agriculture & Consumers Affairs
Division of Consumers Affairs
Mayo Bldg, 2nd FL
Tallahassee, FL 32399-0800

Ms. Terri Reynolds, Insurance Examiner
Bureau of Specialty Insurers
Division of Insurer Services
200 East Gaines Street
Tallahassee, FL 32399

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**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:*


1. AMNESTY INTERNATIONAL OF THE U.S.A., INC.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. New York
(State or country under the law of which it is incorporated)
3. 52-0851555
(FEI number, if applicable)
4. 4/13/1966
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1997
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.153, F.S.)
7. 322 Eighth Avenue; New York, NY 10001
(Principal office address)
322 Eighth Avenue; New York, NY 10001
(Current mailing address)
8. To issue Charitable Gift Annuities to residents of the state of Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System
c/o CT Corporation
Office Address: 1200 South Pine Island Road

Plantation, Florida FL 33324
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Executive Director: William F. Schulz

Address: 322 Eighth Avenue

New York, NY 10001

Vice Chairman: Deputy Executive Director: Curt Goering

Address: 322 Eighth Avenue

New York, NY 10001

Director: Deputy Exec. Dir. of Finance & Admin: Gary Giscombe

Address: 322 Eighth Avenue

New York, NY 10001

Director: Deputy Exec. Dir. of Development: Catherine Carpentieri

Address: 322 Eighth Avenue

New York, NY 10001

B. OFFICERS BOARD OF DIRECTORS

President: Chair: Linda Hartke

Address: 150 route de Ferney

CH-1211 Geneva 2; Switzerland

Vice President: Co-Chair: Jean Freedberg

Address: 2030 M Street NW 5th FL

Washington, DC 20036

Secretary: Nancy Galib

Address: 417 South Abingdon Street; Arlington, VA 22204

Treasurer: Morr Winston

Address: The College of New Jersey; Ewing, NJ 08628-0718

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gary Giscombe, Deputy Executive Director of Finance & Administration

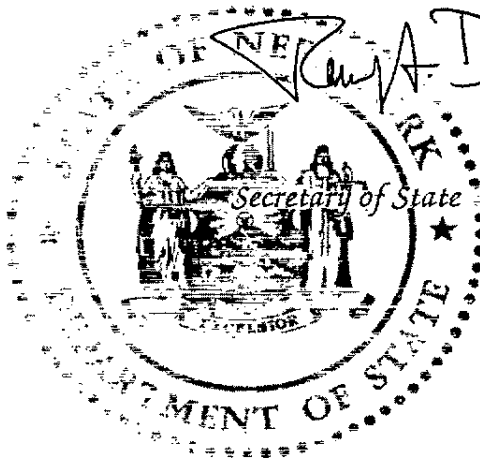
(Typed or printed name and capacity of person signing application)

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State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of AMNESTY INTERNATIONAL OF THE U. S. A., INC. was filed on 04/13/1966, as a Not-for-Profit Corporation and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 25th day of February
two thousand and three.



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