

N02000007565

OFFICE USE ONLY (Document #)

EXPRESS CORPORATE FILING SERVICE INC.  
(Requestor's Name)

1000 PONCE DE LEON BLVD. STE: 101  
(Address)

CORAL GABLES, FL 33134 305-444-4994  
(City, State, Zip) (Phone #)

OFFICE USE ONLY

FILED  
02 OCT -3 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. INTERAMERICAN DEMOCRACY FORUM FORO  
(Corporation Name) (Document #)

INTER AMERICAN PRO DEMOCRACIA INC

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_ 700008172247--5  
(Corporation Name) (Document #)

☐ Walk in

☒ Pick up time

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

-10/03/02--01016--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
02 OCT -3 AM 9:47

10/3

# **ARTICLES OF INCORPORATION**

**OF**

The undersigned Luis A. Figueroa, Esq., resident of Dade County, Florida, desiring to organize a Florida Corporation under the Florida Not for Profit Corporation Act, Section 617 Florida Statutes as amended from time to time, by these presents files its Articles of Incorporation, to wit:

## **ARTICLE I. NAME**

The name of this corporation is:

**INTERAMERICAN DEMOCRACY FORUM  
FORO INTER AMERICANO PRO DEMOCRACIA INC**

FILED  
02 OCT -3 PM 12:20  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

## **ARTICLE II. DURATION**

This corporation will be organized and may commence its operations upon the filing of these Articles with Florida's Department of State, and shall have perpetual existence thereafter.

## **ARTICLE III. PURPOSES**

\_\_\_\_\_ a U.S.A. non-governmental organization (NGO) which is applying for tax exempt status by the U.S. Internal Revenue Service under section 501(c)3 of the IRS Code pursuant to 22CFR 226.81, complying with USAID with the following purposes.

- (a) Promote international support in this hemisphere for the efforts of dissidents inside Cuba in their quest for freedom, democracy and human rights.
- (b) Strengthen communication with the independent press inside Cuba.
- (c) Establish means through which information regarding human rights and democratic principles can effectively reach the Cuban people on the Island.
- (d) Promote a peaceful transition to democracy in Cuba.
- (e) The general purpose for which this Corporation is formed is to operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws, including for such purposes, the

making of distributions to organizations qualifying as tax-exempt organizations under that code.

- (f) This Corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.
- (g) Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State

#### **ARTICLE IV. MEMBERSHIP**

**Section 1. Members.** The members of the Corporation shall be ex-officio the persons who are the members of its Board of Directors, elected from time to time. Each member of the Corporation shall be entitled to one (1) vote.

**Section 2. Associated Members.** Interested persons other than those referred in Section 1, and who are approved by the Board of Directors at its discretion, may be accepted for membership in the Corporation on the same terms.

**Section 3. Honorary Members.** Honorary members of the Corporation may be selected upon the recommendation of the Board of Directors.

#### **ARTICLE V. MANAGEMENT**

**Section 1. Board of Directors.** All powers of the corporation shall be exercised by and under the Board of Directors shall be provided for in the bylaws of the Corporation.

**Section 2. Committees.** The Board of Directors may establish one or more other committees, whether standing (i.e. appointed for a term) or select (i.e. appointed for a special purpose), to carry out the purposes of the Corporation.

#### **ARTICLE VI. OFFICERS**

The Officers of the Corporation shall consist of a President, one or more Vice-Presidents, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at the annual meeting of directors, and shall serve until their successors are chosen and qualified. There may be such other officers and assistant officers and agents as may be determined by the Board of Directors.

#### **ARTICLE VII. LIMITATIONS ON ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable

to, any member, Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more its purposes), and no Member, Director or Officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation, provided, however, that the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not for profit corporate member described in Section 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code, or by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

#### **ARTICLE VIII. PRINCIPAL OFFICE/MANNER OF ELECTION**

The manner of election shall be established by the minutes and by-laws. The principal office of the Corporation is: 815 Ponce de Leon Blvd., Suite 200, Coral Gables, Florida 33134.

#### **ARTICLE IX. ADDRESS OF REGISTERED OFFICE NAME OF REGISTERED AGENT**

The street and address of the initial principal and registered office of the Corporation is

815 Ponce de Leon Blvd., Suite 200  
Coral Gables, Florida 33134

The initial registered agent of the corporation is LUIS A. FIGUEROA.

#### **INITIAL BOARD OF DIRECTORS ARTICLE X.**

This corporation shall have at least 4 directors but it may be increased to twelve directors the initial directors of the corporation shall be the following:. The initial directors of the corporation shall be the following.

#### **NAME OF DIRECTORS:**

Raymond Molina

#### **ADDRESS:**

10451 SW 17<sup>th</sup> Street  
Miami, Florida 33165

Juan Ruiz

2795 SW 112<sup>th</sup> Street  
Miami, Florida 33165

Eli Cesar

670 NW 129<sup>th</sup> Place  
Miami, Florida 33182

Luis A. Figueroa

815 Ponce de Leon Blvd., Suite 200  
Coral Gables, Florida 33134

#### **ARTICLE XI: INCORPORATIONS**

The name and address of the incorporator is:

Luis A. Figueroa  
815 Ponce de Leon Blvd., Suite 200  
Coral Gables, Florida 33134

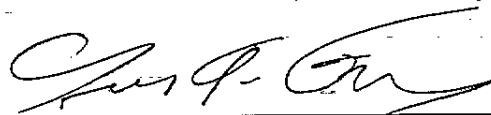
#### **ARTICLE XII: AMENDMENT OF THE ARTICLES OF INCORPORATION**

Amendments of these Articles shall be made by a majority vote of all members of the Board of Directors of the Corporation.

#### **ARTICLE XII. DISSOLUTION**

Upon the dissolution of the Corporation, the Members of the Corporation shall after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, within their sole discretion, to such organization or organizations organized and operated exclusively for charitable, educational, scientific, or religious purposes which, at the time of such disposition qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Members(s) of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organizations organized and operated exclusively for such purposes, as said court shall determine.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of  
Incorporation this 30<sup>th</sup> day of September, 2002.



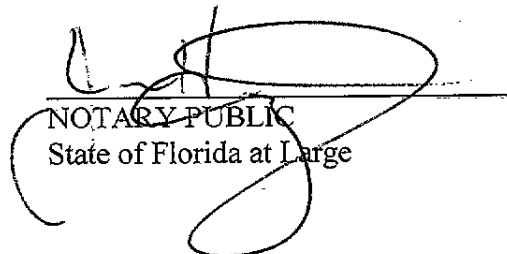
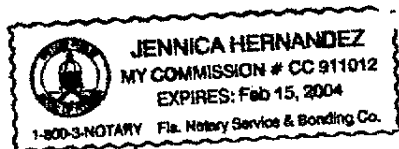
LUIS A. FIGUEROA  
815 Ponce de Leon Blvd., Suite 200  
Coral Gables, Florida 33134

STATE OF FLORIDA

COUNTY OF DADE

BEFORE me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Luis A. Figueroa, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and county aforesaid, this 30<sup>th</sup> day of September, 2002.



NOTARY PUBLIC  
State of Florida at Large

FILED  
02 OCT -3 PM 12:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING RESIDENT AND REGISTERED OFFICE AND  
RESIDENT AND REGISTERED AGENT AND ACCEPTANCE OF RESIDENT AND  
REGISTERED AGENT**

In pursuance of chapter 607.034, Florida General Corporation Act, the following  
information is submitted:

First - That the INTERAMERICAN DEMOCRACY FORUM FORO INTER  
AMERICANO PRO DEMOCRACIA <sup>INC.</sup> desiring to organize under the State of Florida with its  
principal office, as indicated in the Articles of Incorporation at City of Coral Gables, State of  
Florida has named Luis A. Figueroa as its Resident and Registered Agent, and as its Resident  
and Registered Office: 815 Ponce de Leon Blvd., Suite 200, Coral Gables, Florida 33134.

Second - That said Resident and Registered Agent, having been named to accept service  
of process for the above state Corporation, at the place designated as the Resident and  
Registered Office in this Certificate, hereby accepts to act in this capacity and agrees to comply  
with the provision of said Act relative to keeping open said office.

  
RESIDENT AND REGISTERED AGENT  
LUIS A. FIGUEROA