

N05 0000000770

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

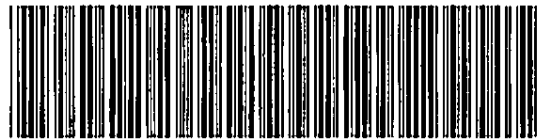
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800337421748

12/02/19--01027--HUB \*\*\*.50

FILED  
19 DEC -2 PM 8:25  
FALLAUX, K. J.

JAN 08 2020  
S. YOUNG

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** MIRA USA, Inc.

**DOCUMENT NUMBER:** N05000000770

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

Please return all correspondence concerning this matter to the following:

Lina María Zapata, Secretary

Name of Contact Person

MIRA USA, Inc.

Firm/ Company

8333 West McNab Road, Suite 212

Address

Tamarac, FL 33321

City/ State and Zip Code

corporativo@mirausa.net

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

For further information concerning this matter, please call:

Callhan Soldavini, Esq.

at ( 239 ) 298-8141

Name of Contact Person

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

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF**

**MIRA USA, INC.**

Pursuant to the applicable provisions of Sections 617.1002, 617.1006, and 617.1007 of the Florida Statutes, the undersigned Florida nonprofit corporation, MIRA USA, Inc. (hereinafter the "Corporation"), desiring to amend and restate its Articles of Incorporation, hereby certifies the amendments were adopted by the board of directors without shareholder action and shareholder action was not required. The amendments are as follows:

**ARTICLE I: NAME**

The name of the corporation shall be MIRA USA, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The principal street address and mailing address of this corporation shall be maintained by the Corporation and amended from time to time.

**ARTICLE III: PURPOSE**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, to promote the social, community, and civic integration of immigrants in the United States.

**ARTICLE IV: MANNER OF ELECTION**

Plenary power to manage and govern the affairs of the Corporation shall be vested in the board of directors. The qualifications, duties, terms, and other matters relating to the board of directors of the corporation shall be provided in the bylaws. The board of directors may vest management responsibility for selected matters in committees, officers, offices, and employees of the corporation, as deemed appropriate from time to time. The corporation shall have no members with voting rights other than the members of the board of directors.

The current board of directors are as follows:

**President**

Maria Clara Mur  
8333 W. McNab Rd., Suite  
212  
Tamarac, FL 33321

**Treasurer**

Grace Cabrera  
8333 W. McNab Rd., Suite  
212  
Tamarac, FL 33321

**Secretary**

Lina Maria Zapata  
8333 W. McNab Rd., Suite  
212  
Tamarac, FL 33321

**Director**

Ivan Mauricio Torovich  
8333 W. McNab Rd., Suite  
212  
Tamarac, FL 33321

**Director**

Jonathan Castaneda  
8333 W. McNab Rd., Suite  
212  
Tamarac, FL 33321

**ARTICLE V: REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent shall be determined by the Board of Directors and amended from time to time.

**ARTICLE VI: LIMITATIONS OF ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 Article III. The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**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)(3) of the Internal Revenue Code or the corresponding section 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 a 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

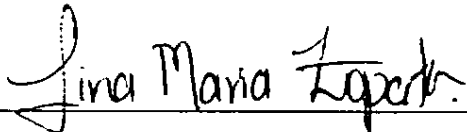
**ARTICLE VIII: INDEMNIFICATION**

Except as may be defined and limited by the bylaws, the corporation may, but is not required to, indemnify a person who was, is, or is threatened to be made a defendant or respondent in litigation or other proceedings because the person is or was a director, officer, attorney, CPA, accountant, consultant or other person related to the Corporation. The Corporation may provide a trust fund, insurance, or other arrangements to satisfy this article.

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided in Section 817.155, Florida Statute.*

Dated this 1 day of NOV 2019.

MIRA USA, Inc.

  
\_\_\_\_\_

Lina Maria Zapata. Secretary