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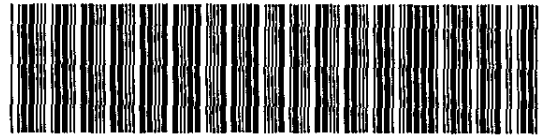
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*Amend  
T. Lewis*

01/13/06--01034--002 \*\*8.75

01/13/06--01034--001 \*\*35.00

FILED  
06 FEB -6 PM 10:22  
SECRETARY OF STATE  
HALLMARK BUILDING

United for a New Nicaragua, Inc.  
15660 SW 82 Circle Lane, # 67  
Miami, Fl 33193-5044

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January 30, 2006

Teresa Brown  
Document specialist  
Division of corporations  
Tallahassee, Florida

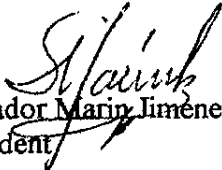
Dear Ms. Brown:

In attention to your requirements expressed in Letter Number: 906A00004271 dated January 20 this year I am enclosing the following:

1. Statement with resolutions about no members entitled to vote on the act of amendment because we are a recently filled organization.
2. Amendments to Articles of Incorporation filled electronically signed by the President.

Many thanks for your attention.

Sincerely,

  
Salvador Marín Jiménez  
President

**United For a New Nicaragua, Inc.  
15660 S W 82 Circle Lane -- Unit 67  
Miami, Florida 33193-5044**

Secretary of State  
Division of Corporations  
Corporate Record Bureau  
P.O. Box 6327  
Tallahassee, Fl. 32314

On Behalf of **United for a New Nicaragua Inc.** we are sending articles of amendment to our articles of Incorporation, filled electronically on June, 14 2005 with the number N05000006115 to complied with the other articles needed for the final incorporation



Cesar W Gaitan  
First Vice President & Treasurer

1-09-06

Date



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 20, 2006

CESAR W. GAITAN  
UNITED FOR A NEW NICARAGUA, INC.  
15660 SW 82 CIRCLE LANE, UNIT 67  
MIAMI, FL 33193-5044

SUBJECT: UNITED FOR A NEW NICARAGUA,, INC.  
Ref. Number: N05000006115

We have received your document for UNITED FOR A NEW NICARAGUA,, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are **NO 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.

If the corporation is a **PROFIT** corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

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) 245-6869.

Teresa Brown  
Document Specialist

Letter Number: 906A00004271

## UNITED FOR A NEW NICARAGUA, INC.

### STATEMENT

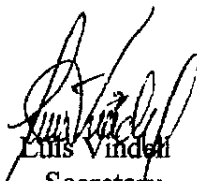
We the undersigned members of the Board of Directors entitled by law and in attention to requirements of the Division of Corporations of the Florida Department of State, certifies the following:

1. United for a New Nicaragua filled electronically their Articles of Incorporation
2. The Department of State assigned our institutional code: N05000006115 and a provisional registration (June 13, 2005)
3. The Board of Directors held a meeting to re organized the Board
4. Actually we do not have membership to vote, therefore while the membership campaign is executed, the Board will amend the electronic Articles of Incorporation in concordance with the law
5. The news Articles of Incorporation will be signed by the Board under the direction of the President.

Signed in Miami, Florida on January 28, 2006.

  
Salvador Marin Jimenez  
President

  
Cesar W. Gaitan  
Treasurer

  
Luis Vindan  
Secretary

UNITED FOR A NEW NICARAGUA, INC.

N05000006115

ARTICLES OF AMENDMENTS  
TO  
ARTICLES OF INCORPORATION  
OF  
UNITED FOR A NEW NICARAGUA, INC.

FILED  
06 FEB -6 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A Non-Profit Corporation

Pursuant to the provisions of section 617.1006, Florida Statutes, the Board of Directors adopts the following Articles of Amendments to its Articles of Incorporation.

ARTICLE I

(Not amended)

The name of the Corporation shall be United for a New Nicaragua, Inc.

ARTICLE II

(Amended)

This Corporation is a non-for-profit corporation organized exclusively for educational, humanitarian aid and environmental conservation. Such purposes shall include other philanthropic objectives. Its goals is to develop democratic and civic education, to raise awareness about the environmental protection and aid to disadvantaged poverty-stricken individuals, families and communities.

ARTICLE III

(Amended)

The duration of this corporation shall be perpetual and no stock shall be issued.

ARTICLE IV

(Amended)

The principal place of business of this corporation is:

15660 SW 82<sup>nd</sup> Circle Lane; Apt. # 67  
Miami, Florida 33193-5044.

The Corporation may establish branches or chapters at such other places within and without the State of Florida as the Board of Directors may from time to time determine.

**ARTICLE V**  
(Not amended)

The registered agent at the principal place of business of this corporation is:

Cesar W. Gaitan  
15660 Sw 82<sup>nd</sup> Circle Lane. Apt. # 67  
Miami, Fl 33193-5044

**ARTICLE VI**  
(Amended)

(a) This corporation is organized and operated for educational, charitable, and environmental purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or any future legal reglamentation.

(b) 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 (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of an y future federal tax code.

**ARTICLE VII**  
(Amended)

The corporation will have membership, all of which will be defined in the respective Bylaws of the Corporation. The management and affairs of the corporation shall be at all times under the direction of the Board of Directors, whose operations in governing the corporation shall be defined by the Statute and by the corporation's Bylaws. The Directors are elected in accordance with the Bylaws of the corporation. The names of the persons appointed to act as the new Board of Directors of this corporation are:

<u>NAME &amp; TITLE</u>	<u>ADDRESS</u>
Dr. Salvador Marin-Jimenez President	13601 Sw 182 Street Miami, Fl 33177-7128
Cesar W. Gaitan Vice-President and Treasurer	15660 SW 82 <sup>nd</sup> Circle Lane Unit # 67 Miami, Fl 33193-5044
Luis Vindell Vice-President	8202 NW Miami Court Unit # 612 Miami, Fl 33150-5008
Manuel Antonio Diaz Tablada Secretary	6001 NW 144 COURT # 134 Doral, Fl 33178-2899
Juan Jose Montiel Sub-Secretary	715 NE 144 Street Miami, Fl 33161-2916

**ARTICLE VIII**

(Not amended)

The name and address of the Incorporator of this Articles of Incorporation is:

Cesar W. Gaitan  
15660 SW 82<sup>nd</sup> Circle Lane; Apt. # 67  
Miami, Fl 33193-5504

**ARTICLE IX**

(Amended)

The property of this corporation is irrevocably dedicated to educational, charitable and environmental purposes and no part of the net income or assets of the organization shall ever inure to the benefit of, or be distributable to any of its directors, officers, or members thereof or the benefit of any 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 the furtherance of the purposes set forth in Article II herein. No substantial part of the activities of this 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 publishing or



distribution of statements) on behalf of or in opposition to any candidate for public office.

**ARTICLE X**

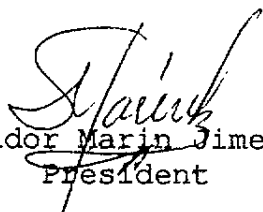
(Amended)

Upon the dissolution of the corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this corporation, shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for the purposes set forth in Article VI herein, and 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 public purposes. 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 XI**

Any future amendment will be valid by the signature of Voting Members in agreement with the law, these articles of Incorporation and the Bylaws.

These amendments were adopted by the Board of Directors with the respective number of votes for their approval on January 29, 2006, in Miami, Florida.

  
Salvador Marin Jimenez  
President

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

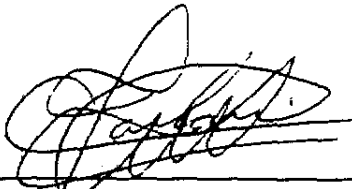
1. The name of the Corporation is:

UNITED FOR A NEW NICARAGUA, INC.

2. The name and address of the registered agent and office is:

Cesar W. Gaitan  
15660 SW 82<sup>nd</sup> Circle Lane; Apt.# 67  
Miami, Fl 33193-5504

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



Signature

1-09-06  
Date