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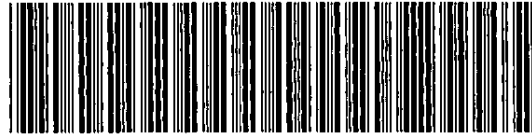
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FILED  
08 JUL 25 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*  
E. Ouellette JUL 29 2008

**AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF THE  
JOHN ADAMS CENTER FOR THE ADVANCEMENT OF  
DEMOCRACY, INC.**

**FILED**  
08 JUL 25 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Non-Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**AMENDMENTS ADOPTED-** All articles not amended are eliminated from originally filed in the Articles of Incorporation of the John Adams Center for the Advancement of Democracy, Inc.; the only Articles remaining are to be: **NAME, PRINCIPLE OFFICE, PURPOSE, GOALS AND LIMITATIONS, DIRECTORS / MEMBERS, and DEBT OBLIGATIONS, PERSONAL LIABILITY AND DISSOLUTION** are being amended to read as follows:

**ARTICLE I**

**NAME**

The name of the corporation shall be: **"THE JOHN ADAMS CENTER FOR THE ADVANCEMENT OF DEMOCRACY, INC."**



## **ARTICLE II**

### **PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 11580 S.W. 92<sup>nd</sup> Street, Miami, Florida 33176-1020.


## **ARTICLE III**

### **PURPOSE, GOALS AND LIMITATIONS**

This corporation is organized exclusively as a charity for the advancement of education in the areas of Democratic Representative Governments and Civil Liberties. In order to achieve these goals, the corporation shall:

1. Develop educational programs that shall incorporate multimedia tools, to promote and propagate fundamental principles, which underline the majority of the world's active representative democracies.
2. In order to complement our educational mission, the Center may carry out international electoral observation missions, with other nations in order to enrich, captivate, and actualize our understanding of modern day representative democracies. Incidentally, this interchange between our organization and representative democracies will further strengthen our knowledge and promote understandings of Civil Liberties and Democratic Representative Governments.

All funds acquired shall be devoted to said goals.




At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation, or guarantee to any person the payment of a loan by an officer or director of this corporation.

#### **ARTICLE IV**

##### **DIRECTORS / MEMBERS**

The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, who shall govern the corporation by Florida law and any applicable federal law. No member or Director shall have any right, title, or interest in or to any property of the corporation.



The corporation's first Board of Directors shall be comprised of the following natural persons:

President Ruth Sequeira

Vice-president Alfonso Oviedo Reyes

Secretary Mary Veitia

Treasurer Carmen Zarruk

Director Sergio Boffelli

Director Gustavo Arana

Director José Zúñiga

Director Lorenzo Cobiella

Director Armando Arana


Director Manuel Abaunza

All the members of the first Board of Directors are elected for a period of four years from the date of original incorporation.

## **ARTICLE V**

### **DEBT OBLIGATIONS, PERSONAL LIABILITY AND DISSOLUTION**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation. Any assets held, real or personal by any member, officers or Directors shall not be subject for satisfaction of any debts or obligations of this corporation.



Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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.

**The date of adoption of the amendment(s) was: July 02, 2008**

**Effective date of these Amendments is the same day that they were adopted.**

**Adoption of Amendments:** the amendments were adopted by the totality of the membership and the number of votes cast for the amendment was unanimous and sufficient for approval.



Ruth Sequeira

President



Mary Veitia

Secretary

**FILING FEE: \$35**