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AMENDED AND RESTATED

ARTICLES OF INCORPORATION

SPAIN-FLORIDA V CENTENARY, INC.
(a Florida Corporation)

These Amended and Restated Articles of Incorporation of SPAIN-FLORIDA V CENTENARY, INC. (hereinafter the "Corporation"), were adopted effective as of the 19th day of January, 2009 by the Corporation's Board of Directors pursuant to Section 617.1007, Florida Statutes. None of the amendments required member approval. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

ARTICLE I
Name

The name of the Corporation formed hereby is SPAIN-FLORIDA V CENTENARY, INC.

ARTICLE II
Address

The principal place of business address and mailing address of the Corporation is 355 Alhambra Circle, Suite 801, Coral Gables, Florida, 33134.

ARTICLE III
Purpose

To the extent permitted by Code Section 501(c)(3), the Corporation is organized (i) to emphasize the importance of the Spanish contribution to the birth of what are now the U.S. and the relevant role that the Spanish explorers played; (ii) to provide accurate historical information how Spain positively affected the economic, social and cultural development of Florida and the U.S.: (iii) to communicate the attributes of quality, distinction, and exploration that constitute the essence of the Spain "brand"; (iv) to emphasize the value of the cultural, religious, economic. scientific and historical contributions of the Spanish explorers; (v) to promote the participation of Spanish and Hispanic institutions and the private sector in the commemoration of the 500 years since the arrival of Spaniards in Florida; (vi) to participate in the organization of activities summoned by Pensacola, St. Augustine and others cities; (vii) to coordinate the dissemination of messages that emphasize the historical, cultural and economic importance of the arrival of the Spanish in Florida.

ARTICLE IV
Officers

The names and addresses of the Corporation's officers are:

President	Emilio C. Sánchez
Vice President	
Secretary	Rosa Sugrañes
Treasurer	Raul Valdes-Fauli

ARTICLE V
Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time by the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

ARTICLE VI
Registered Agent

The name and address of the registered agent of the Corporation is:

Registered Agent Corporate Services, Inc.
355 Alhambra Circle, Suite 801
Coral Gables, FL 33134

ARTICLE VII
Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section (501)(c) (3) or by a corporation contributions to which are deductible under Code Section 170(c)(2)

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code Section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess business holdings as defined in Code Section 4943(c), make any investments as to subject the Corporation to tax under Code Section 4944, or make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE VIII
Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of the ach member of the Corporation's Board of Directors is:

Jaime Tamayo
Guillermo Martínez
Ramón Ferraz
Francisco Pardo
Diana Sánchez
Fernando López-Hickman
Armando Codina
Juan Carlos Fontán
Miguel Cabetas
Nelson Alvarado
Jorge Rossell
Eugenio Arranz
Alfonso Goyeneche
Juan Santamaría
Lauro Bravar
Antonio Garrastazu
Luis Fernández Fernández
Rosa Sugrañes
Ignasi Puig
Juan Pablo Alvarez
Raúl Valdés-Fauli
Emilio C. Sánchez

ARTICLE IX
Dissolution

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a non-for-profit corporation, trust, community fund or foundation that has established its tax exempt status under Code Section 501(c)(3).

ARTICLE X
Corporate Existence

The corporate existence of the Corporation shall begin effective upon the filing date of the original Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned executed these Amended and Restated Articles of Incorporation of SPAIN-FLORIDA V CENTENARY, INC. as of the 28 day of January, 2009.

SPAIN-FLORIDA V CENTENARY, INC.

By: ______________________
Raul Valdes-Fauli
Treasurer

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

CORPORATION:
Spain-Florida V Centenary, Inc.

REGISTERED AGENT/OFFICE:
355 Alhambra Circle, Suite 801
Coral Gables, FL 33134

I agree to act as registered agent to accept service of process for the Corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Date: January 28, 2009

REGISTERED AGENT CORPORATE SERVICES, INC.

By: ______________________________
Betsy Parenti, Assistant Secretary