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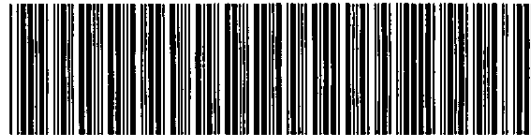
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T. CARTER

COVER LETTER

★ **TO:** Amendment Section
Division of Corporations

NAME OF CORPORATION: The Joseph Rivera Foundation, Inc.

DOCUMENT NUMBER: N10000005374

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

Please return all correspondence concerning this matter to the following:

Dan P. Heller
(Name of Contact Person)

Heller Waldman, PL
(Firm/ Company)

3250 Mary Street Suite 102
(Address)

Coconut Grove, FL 33133
(City/ State and Zip Code)

JAVIER.BACARIZA@RAYXART.ES

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

For further information concerning this matter, please call:

Dan P. Heller at (305) 4484144
(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:

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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

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AMENDED ARTICLES OF INCORPORATION

OF

THE JOSEPH RIVERA FOUNDATION, INC.

(A Florida Not-For-Profit Corporation)

DATED December 1, 2013

ARTICLE 1

NAME

The name of this corporation shall be THE JOSEPH RIVERA FOUNDATION, INC. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is: 2000 S. Bayshore Drive, Unit #10, Miami, Florida, 33133.

ARTICLE 3

PURPOSE

The Corporation is a not-for-profit corporation, organized and to be operated exclusively for charitable, religious, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any 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.

ARTICLE 4

POWERS

The Corporation shall have all powers conferred upon not-for-profit corporations organized under Chapter 617 of the Florida Statutes and any corresponding provisions of future Florida laws, but shall exercise such powers only in fulfillment of its above-stated purposes.

The corporation shall not engage in any of the following activities:

- (1) The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.
- (2) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the Corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code.
- (3) No part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code.

During the period that the corporation is a "private foundation", as defined in section 509(a) of the Internal Revenue Code:

- (1) The following additional limitations on the Corporation's activities shall apply:
 - (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.
 - (b) The Corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Internal Revenue Code.
 - (c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
 - (d) The Corporation shall not make any investments in such manner as subject it to the tax under Section 4944 of the Internal Revenue Code.
 - (e) The Corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

- (2) The provisions of section 617.0835 of the Florida Statutes, or the corresponding provisions of future Florida law, shall apply so as to limit the activities of the Corporation.

ARTICLE 5 **MEETINGS**

After incorporation, an organizational meeting shall be held in accordance with Chapter 617, Florida Statutes, as amended. The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A Director participating in such a meeting is deemed present at the meeting. In the alternative, the Board of Directors may take actions through signed e-mail communications provided all Directors agree.

ARTICLE 6 **MEMBERSHIP**

The Corporation shall not have members.

ARTICLE 7 **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is THE JOSEPH RIVERA FOUNDATION, INC., 2000 S. Bayshore Drive, Unit #10, Miami, Florida, 33133, and the name of the Corporation's initial registered agent at that address is Javier Bacariza.

ARTICLE 8 **BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors. The number of directors shall initially be three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the

Corporation. The names and addresses of the persons who shall serve as the members of the Board of Directors of the Corporation are as follows:

Cristina Danguillecourt
5775 S.W. 114th Terrace
Miami, Florida 33156

Javier Bacariza
5775 S.W. 114th Terrace
Miami, Florida 33156

Adolfo Danguillecourt
5775 S.W. 114th Terrace
Miami, Florida 33156

ARTICLE 9
INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

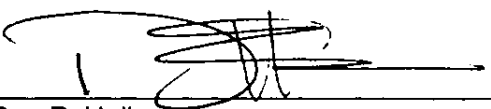
Dan P. Heller
3250 Mary Street
Suite 102
Coconut Grove, Florida 33133

ARTICLE 10
DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to such not-for-profit funds, foundations, or corporations which are (i) organized and operated exclusively for charitable purposes and which have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, **and** (ii) that were supported by the Corporation in prior years, in such proportions as the Board of Directors shall determine. If none the entities supported by the Corporation in prior years are still in existence, or no longer have their tax-exempt status under Section 501(c)(3), then the Corporation's assets shall be distributed to such not-for-profit funds, foundations, or corporations which are organized and operated exclusively for charitable purposes

and which have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue Code as selected by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the day and year first written above.



Dan P. Heller
Incorporator

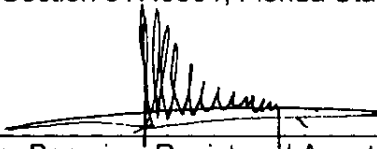
CERTIFICATE DESIGNATING THE REGISTERED ADDRESS
AND THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That, THE JOSEPH RIVERA FOUNDATION, INC., desiring to organize under the laws of the State of Florida, has named Javier Bacariza at 2000 S. Bayshore Drive, Unit #10, Miami, Florida, 33133, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.



Javier Bacariza, Registered Agent

The date of each amendment(s) adoption: December 1, 2013

Effective date if applicable: December 1, 2013
(date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated December 1, 2013

Signature _____

(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)

Cristina Danguillecourt

(Typed or printed name of person signing)

President

(Title of person signing)