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*Amended And  
Restated Act*

FILED  
13 FEB 19 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FEB 28 2013

T. ROBERTS

**Harmon, Curran, Spielberg + Eisenberg LLP**



1726 M Street NW, Suite 600  
Washington DC 20036-4523

202.328.3500 | office  
202.328.6918 | fax  
HarmonCurran.com

**Via Certified Mail**

February 12, 2013

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: Restated Articles of Incorporation of Florida New Majority Education Fund, Inc.**

Dear Sir/Madam:

Enclosed please find two (2) copies of Restated Articles of Incorporation of Florida New Majority Education Fund, Inc., along with a check for \$43.75 to cover the filing fee (\$35) and certified copy (\$8.75).

Please return the certified copy to the following address:

Harmon, Curran, Spielberg, & Eisenberg, LLP  
ATTN: Sophia Wang  
1726 M Street NW, Suite 600  
Washington, DC 20036

I can be reached at (202) 328-3500 if you have any questions about this filing. Thank you for your assistance.

Sincerely,

Sophia Wang  
Legal Assistant

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

FLORIDA NEW MAJORITY EDUCATION FUND, INC.

FILED  
13 FEB 19 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Under the provisions of Chapter 617 of Florida Statutes (Florida Not for Profit Corporations Act), the domestic filing entity listed below hereby applies for a Certificate of Restated Articles of Incorporation and for that purpose submits the statement below.

- FIRST: The name of the Corporation is Florida New Majority Education Fund, Inc.
- SECOND: The amended and restated articles consolidate all amendments into a single record and adopt additional amendments.
- THIRD: The amended and restated articles supersede the original Articles of Incorporation and all amendments to them.
- FOURTH: The text of the amended and restated Articles of Incorporation is attached hereto.
- FIFTH: The amended and restated articles were duly adopted by the sole voting member on January 25, 2013.

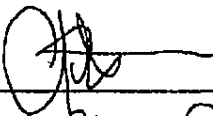
Florida New Majority Education Fund, Inc.

ATTEST:

Name:

Title:

Date:

  
Gihan Perera  
Secretary  
January 25, 2013

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

FLORIDA NEW MAJORITY EDUCATION FUND, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation.

FIRST: The name of the Corporation is Florida New Majority Education Fund, Inc.

SECOND: The principal place of business address is:

8330 Biscayne Boulevard  
Miami, FL 33138

The mailing address of the Corporation is:

8330 Biscayne Boulevard  
Miami, FL 33138

THIRD: The Corporation is organized and will be operated exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, specifically, to carry out educational and nonpartisan civic engagement activities in low income and recently arrived immigrant communities with low levels of civic participation designed to encourage participation in the democratic process.

FOURTH: The manner in which directors are elected or appointed is as provided for in the bylaws.

FIFTH: The name and Florida street address of the registered agent is:

Margarita Bernal  
8330 Biscayne Blvd., Suite 1  
Miami, FL 33138

SIXTH: Upon dissolution of the Corporation, its assets shall be disposed of exclusively for one or more exempt purposes within the meaning of section 501(c)(3), or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organizations under section 501(c)(3), or to the Federal government or to a state or local government, for a public purpose.

SEVENTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership,

estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of the corporation shall be limited to reasonable amounts.

No part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3), and 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.

Notwithstanding any other provision of these Articles or of any Bylaws adopted thereunder, the Corporation shall not take any action not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or by any other laws then applicable to the Corporation.

EIGHTH: The name and address of the incorporator is:

Maggie Bernal  
8330 Biscayne Boulevard  
Miami, FL 33138

NINTH: The initial officers and directors of the Corporation are:

Title: President  
Maria Rodriguez  
8330 Biscayne Boulevard  
Miami, FL 33138

Title: Vice President  
Karen Woodall  
8330 Biscayne Boulevard  
Miami, FL 33138

Title: Secretary  
Emily Eisenhauer  
8330 Biscayne Boulevard  
Miami, FL 33138

Title: Treasurer  
Gihan J. Perera  
8330 Biscayne Boulevard  
Miami, FL 33138

TENTH: The effective date for this corporation shall be November 1, 2011.