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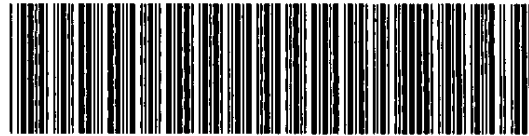
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**COLEGIO NACIONAL DE PERIODISTAS
DE LA REPÚBLICA DE CUBA (EXILIO), INC.
MIAMI, FLORIDA, ESTADOS UNIDOS DE AMÉRICA**

May 6, 2013

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**RE: Incorporation of COLEGIO NACIONAL DE PERIODISTAS DE LA REPUBLICA
DE CUBA (Exilio), Inc.**

Gentlemen:

We are hereby presenting your department with the necessary document for the incorporation of the above named nonprofit corporation. Enclosed is an original and one copy of the Articles of Incorporation. Please file the original in your offices and return the copy stamped.

Also enclosed is a check in the amount of \$78.50 covering the Filing Fee for Articles of Incorporation and a Certified Copy.

Your prompt attention to the above matter will be greatly appreciated.

Sincerely,

Wendy Guzman
POB 350372, Jose Marti Station
Miami, FL 33135-0372

cnpceexilio@aol.com

786/286-8787

**ARTICLES OF INCORPORATION
OF
COLEGIO NACIONAL DE PERIODISTAS DE LA REPUBLICA DE CUBA (Exilio), Inc.**

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617 of the Laws of the State of Florida, providing for the formation, rights, privileges and immunities of a corporation not for profit.

ARTICLE I - NAME OF CORPORATION

The name of this Nonprofit Corporation is **COLEGIO NACIONAL DE PERIODISTAS DE LA REPUBLICA DE CUBA (Exilio), Inc.**

ARTICLE II - CORPORATE ADDRESS

The principal place of business of this Corporation shall be 1393 SW I Street, #400, Miami, Florida 33135. The mailing address of this Corporation shall be POB 350002, Jose Marti Station, Miami, FL 33135-0002.

ARTICLE III - CORPORATE PURPOSE

Section 1. Objective and Purpose. The objective and purpose of this Corporation shall be to honor the values, uphold the ethical principles, further the civic ideals, and continue the legacy of the **Colegio Nacional de Periodistas de la Republica de Cuba**, as established in Havana, Cuba by Presidential Decree-Law 3382 of May 16, 1942.

Additionally, this Corporation shall advance and foster the cause of freedom of the press, human rights, and social justice in Cuba and throughout the world, as well as to inspire solidarity, critical reflection and constructive action addressing the cultural, economic, political, religious, and social needs of the Cuban people; to promote media education and training programs that promote freedom, human rights and social justice, as well as promoting the duties and responsibilities concomitant with these freedoms and rights; to support learning and creative expression, and encourage innovation, collaboration, and excellence in the media and social communications field; to sponsor activities, conferences, programs and seminars designed to stimulate responsible dialog and understanding among people of all creeds, ethnicities, races, social classes or national origins. This Corporation shall also raise, receive, and maintain funds, real and personal property, and to administer said funds and property, including all income generated therefrom, exclusively for the social welfare purposes for which the Corporation is founded.

Section 2. IRS Code Compliance. This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the

Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these Articles, this corporation shall not conduct any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV - DEDICATION OF INCOME AND ASSETS

Section 1. Income and Assets. All income and assets of this corporation are irrevocably dedicated to the social welfare purposes set forth in **Article III** hereof. No part of the net earnings of this corporation shall inure to the benefit of any director, officer, or member thereof, or to the benefit of any private shareholder or individual, provided that the corporation may pay compensation in a reasonable amount to its directors, officers, or members for services rendered and may confer benefits upon its members in conformity with its purposes.

Section 2: Capital Stock and Dividends. This corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers, or members.

Section 3. Distribution of Corporate Assets. In the event the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V - DURATION OF THE CORPORATION

This Corporation shall have perpetual existence.

ARTICLE VI - POWERS OF THE CORPORATION

This Corporation shall have all of the statutory powers of a nonprofit Corporation. The corporation may enter into contracts, raise, receive, maintain funds, and administer said funds.

In furtherance of the purposes set forth in **Article III** hereof, the corporation may solicit grants and contributions, receive property by gift, bequest or devise, invest and reinvest the same, and apply the income and principal thereof, as the board of directors may from time to time

determine, and engage in any lawful act or activity permitted under the laws of the State of Florida.

ARTICLE VII - NONMEMBERSHIP CORPORATION

Section 1: Members. The Corporation shall have no members. Any reference in these Articles of Incorporation, in the Bylaws or in applicable law to approval by all "members" or approval by the members shall require only the approval of the Executive Board. All rights which would otherwise vest in the members shall vest in the directors.

Section 2. Associates. Nothing in this Article shall be construed as limiting the right of the Corporation to refer to persons associated with it as "members" even though such persons are not members, and no such reference shall constitute anyone a member, within the meaning of Section 5056 of the Florida Corporations Code (the "Code"). The Corporation may confer by amendment of its Articles of Incorporation or of these Bylaws some or all of the rights of a member, as set forth in the Code, upon any person or persons who do not have the right to vote for the election of directors or on a disposition of substantially all of the assets of the Corporation or on a merger or on a dissolution or on changes to the Corporation's Articles of Incorporation or Bylaws, but no such person shall be a member within the meaning of Section 5056 of the Code.

Section 3: Honorary Membership. The Executive Board may elect to honor individuals who they believe have made outstanding contributions to their community, the state or the nation by awarding them the classification of Honorary Members. These individuals shall receive a congratulatory letter of election, a certificate of recognition, and an organization pin, but shall not have the right to vote or hold office therein.

ARTICLE VIII - CORPORATE MANAGEMENT

Section 1. Governing Board. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted at all times by a board of directors. The number of directors of the corporation shall be not less than three (3) and not more than nine (9) persons, provided, however, that such number may be changed by a duly adopted bylaw. Directors shall be elected or removed according to the procedure provided in the Bylaws.

The directors named in **Article IX** shall hold office until the first annual meeting of members to take place after incorporation. Prior to that meeting, an election of directors shall take place, according to provisions of the bylaws of the corporation.

Directors elected in the first election, and at all times thereafter, shall serve for a term of four (4) years; except that the bylaws may provide for a different term of office for some of the directors elected in the first election following incorporation, in order to introduce a system of staggered terms for directors.

Section 2. Corporate Officers. The directors of the corporation shall elect the following officers: President, one or more Vice Presidents, Secretary, Vice Secretary, Treasurer, Vice Treasurer,

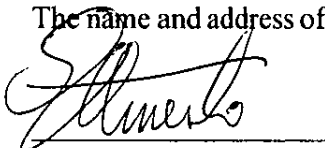
AND ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

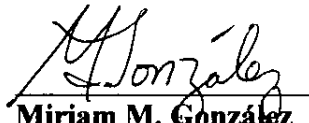
The Registered Agent of the Corporation shall be Isabel Cristina Martin and the address of the Registered Office shall be at 1393 SW 1 Street, #400, Miami, Florida 33135. Having been named to accept service of process for the above Corporation, at the place designated herein, I hereby agree to act in the capacity of Registered Agent of the Corporation, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


Isabel Cristina Martin, Registered Agent

ARTICLE XIV - INCORPORATORS

The name and address of the subscribers to these Articles of Incorporation are:


Eladio José Armesto
POB 3500002
Miami, FL 33135-0002


Miriam M. González
POB 350002
Miami, FL 33135-0002


Isabel Cristina Martin
POB 350002
Miami, FL 33135-0002

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