

N15000001808

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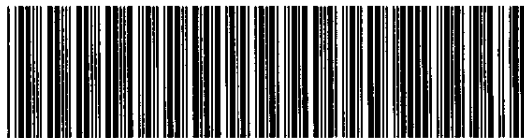
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SECTION OF REVENUE

Amended/Restated

JUL 16 2015

I ALBRITTON

LAW OFFICE OF
LAURA M. MENCHERO
IMMIGRATION & NATIONALITY LAW

July 10, 2015

OVERNIGHT DELIVERY

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: Fundacion Para La Democracia Panamericana Corp.
Amended and Restated Articles of Incorporation**

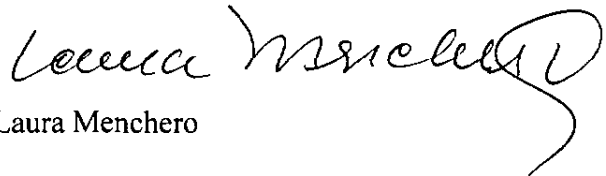
Dear Sir or Madam:

I have enclosed for filing the Amended and Restated Articles of Incorporation of Fundacion Para La Democracia Panamericana Corp., a Florida Not For Profit Corporation, along with a firm check for the \$35 filing fee.

We are also providing you with a copy of these Amended and Restated Articles, for you to stamp and return to us in the enclosed prepaid, self-addressed FedEx envelope.

If you have any questions or require further information, please contact our office at 305-728 3107.

Sincerely,



Laura Menchero

Enclosures: As stated

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF FUNDACION PARA LA DEMOCRACIA PANAMERICA CORP.,
a Florida Not For Profit Corporation**

N15000001808

The undersigned, acting as Director and Officer, of a Florida Not For Profit Corporation ("Corporation"), under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation.

**ARTICLE I
NAME**

The name of the corporation is Fundacion Para La Democracia Panamerica Corp.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business address is:

801 Monterey Street, Suite 204
Coral Gables, Florida 33134

The mailing address of the corporation is:

P.O. Box 441716
Miami, Florida 33144

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation's purpose is to promote and defend democracy and human rights in the Panamerican region.

**ARTICLE IV
MANNER OF ELECTING OF DIRECTORS**

The manner in which the directors are elected or appointed is as provided in the Bylaws.

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FUNDACION PARA LA DEMOCRACIA PANAMERICA CORP.

ARTICLE V
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent is:

Angel O. Vento, M.D.
801 Monterey Street, Suite 204
Coral Gables, Florida 33134

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator is:

Rosa Maria Paya
P.O. Box 441716
Miami, Florida 33144

ARTICLE VII
BOARD OF DIRECTORS AND OFFICERS

The initial officers and directors of the Corporation are:

Title: President
Angel O. Vento, M.D.
801 Monterey Street, Suite 204
Coral Gables, Florida 33134

Title: Vice-President
Rosa Maria Paya
801 Monterey Street, Suite 204
Coral Gables, Florida 33134

Title: Treasurer
Victor J. Pujals, Sr.
801 Monterey Street, Suite 204
Coral Gables, Florida 33134

ARTICLE VIII
CHARITABLE ORGANIZATION LIMITATIONS

Notwithstanding any powers granted to the Corporation by its Articles, Bylaws or by the laws of the State of Florida, the following limitations of power shall apply:

The Corporation is organized exclusively for charitable and educational purposes, including for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in the purposes clause hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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 this document, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon dissolution of the Corporation, assets shall be distributed 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 state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court having jurisdiction over the Corporation, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the Board of Directors.

The foregoing Amended and Restated Articles of Incorporation were adopted on July 2, 2015, by the majority vote of the Board of Directors, manifesting their intention that these Amended and Restated Articles be duly adopted pursuant to Sections 617.1002, 617.1006, and 617.1007, Florida Statutes. There are no members, and no members entitled to vote on the amendment.

IN WITNESS THEREOF, the undersigned has executed these foregoing Amended and Restated Articles on this 10th day of July, 2015.

Dated: 07/10/2015

Signature: _____

Rosa Maria Paya
Rosa Maria Paya, Director and Vice-President