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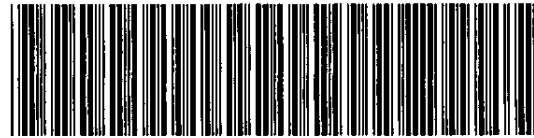
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY 19 AM 11:18

Amended & Restated

MAY 25 2017

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DIRECTORIO LEGISLATIVO FOR THE AMERICAS, INC.

DOCUMENT NUMBER: N15000005399

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

Please return all correspondence concerning this matter to the following:

MARTA M. FUERTES, CPA

(Name of Contact Person)

MARTA M. FUERTES, CPA

(Firm/ Company)

12186 SW 131 AVENUE

(Address)

MIAMI, FL 33186

(City/ State and Zip Code)

mbaron@directoriolegislativo.org

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

For further information concerning this matter, please call:

MARTA M. FUERTES, CPA

305-234-9860

(Name of Contact Person)

at (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

■ \$35 Filing Fee	\$43.75 Filing Fee & Certificate of Status	\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)
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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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY 19 AM 11:18

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DIVISION OF CORPORATIONS
FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF DIRECTORIO LEGISLATIVO FOR THE AMERICAS, INC
a Florida Not For Profit Corporation
N15000005399**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 MAY 19 AM 11:18

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 **DIRECTORIO LEGISLATIVO FOR THE AMERICAS, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal place of business address is:

AVE ENTRE RIOS 258, APT 3E
BUENOS AIRES, ARGENTINA C1079BP

The mailing address of the corporation is:

AVE ENTRE RIOS 258, APT 3E
BUENOS AIRES, ARGENTINA C1079BP

**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, The Corporation's purpose is to educate citizens to be able to engage in democratic dialogue/consensus building as a means to contribute to the strengthening of democratic systems in Latin American and the Caribbean.

ARTICLE IV
MANNER OF ELECTING OF DIRECTORS

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

ARTICLE V
REGISTERED OFFICE AND AGENT

The manner and street address of the registered agent is:

ANTONACCI INCORPORATION SERVICES, LLC
1075 N.E. 99 STREET
MIAMI SHORES, FL. 33138

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ALESSIO ANTONACCI

ARTICLE VI
INCORPORATOR

The name and street address of the incorporator is:

ALESSIO ANTONACCI
1075 N.E. 99 STREET
MIAMI SHORES, FL. 33138

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

ARTICLE VII
BOARD OF DIRECTORS

The initial officer(s) and /or director(s) of the corporation is/are:

Title: PRESIDENT
MARIA F. BARON
AVE ENTRE RIOS 258 APT 3E
BUENOS AIRES, ARGENTINA C1079BP

Title: SECRETARY
NOEL A. MUURAY
AVE ENTRE RIOS 258 APT 3E
BUENOS AIRES, ARGENTINA C1079BP

Title: TREASURER
IGNACIO WERNER
AVE ENTRE RIOS 258 APT 3E
BUENOS AIRES, ARGENTINA C1079BP

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 02 May 2017, 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 04 day of May 2017.

Dated: 05/04/2017

Signature: Maria F. Baron
Maria F. Baron, Director and President