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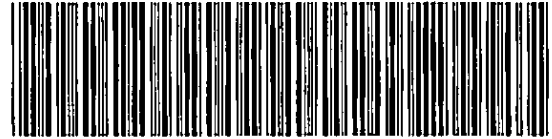
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JUL - 6 2018

June 24, 2018

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Incorporation of ACCION DE JOVENES PRO-DEMOCRACIA, Inc.


Gentlemen:

We hereby present your department the necessary document for the incorporation of the above named company. Enclosed is an original and TWO (2) copies of the Articles of Incorporation. Please file the original in your offices and return the two (2) copies stamped.

Also enclosed is a check in the amount of \$~~78.50~~ ^{87.50} covering the Filing Fee for Articles of Incorporation and a Certified Copy.

Your attention to the above matter is greatly appreciated. Thank you and God bless you.

Sincerely yours,


Jesus Diaz Martinez
2385 NW 11 ST, #30-B
Miami, FL 33125

305/807-0090

ARTICLES OF INCORPORATION ACCION DE JOVENES PRO-DEMOCRACIA

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 **ACCION DE JOVENES PRO-DEMOCRACIA, Inc.**
(In English: **Pro-Democracy Youth Action, Inc.**)

ARTICLE II - CORPORATE ADDRESS

The principal place of business of this Corporation shall be **2385 NW 11 ST, #30-B, Miami, FL 33125.**

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 advance the cause of democracy, freedom, human rights, and social justice in the Americas and throughout the world, as well as to inspire solidarity among people without regard to color, ethnicity, race, social class or national origin. 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 the 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 country 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 VII 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 twenty-one (21) 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 Ten 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, Secretary, Treasurer, Parliamentarian, General Counsel, and such other officers as the bylaws of this Corporation may authorize the directors to elect from time to time. These officers shall be elected and shall hold office in the manner provided in the bylaws.

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

Officers 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 officers elected in the first election following incorporation, in order to introduce a system of staggered terms for officers.

ARTICLE IX - INITIAL BOARD OF DIRECTORS AND OFFICERS

The names of the initial members of the Board of Directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

Position	Name	Country
President	Jesus Diaz Martinez	USA
Vice President	Roberto Soto Santana	SPAIN
Vice President	Roberto Rolando Rodriguez	PANAMA
Vice President	Alberto Perez Reveron	VENEZUELA
Secretary	Nancy Canada	PANAMA
Treasurer	Eladio Jose Armesto	USA
DIRECTORS:		
Luis Montesinos	PERU	
Jorge A. Garcia	USA	
Josue Diaz	USA	
Brian P. Diaz	USA	
Roberto Rodriguez Pinto	PANAMA	
Armando Quirantes	USA	
German Briceno Salazar	VENEZUELA	
Anibal Somayoa	GUATEMALA	
Nadia Ramos	PERU	
Javier Coran	PERU	
Juan Bonilla	ARGENTINA	
Mariela Palma	COSTA RICA	
Natalia Reveron	VENEZUELA	
Angel Batista	VENEZUELA	
David Waisman	USA	
Victor Santos	MEXICO	
Aliveth Zuniga	MEXICO	
Edwin Arturo Portillo Lopez	MEXICO	
Elson Saul Andrade Lemus	MEXICO	

The following persons shall serve as corporate officers until the first annual meeting is held: **Jesus Diaz Martinez**, President; **Roberto Soto Santana**, Vice President; **Roberto Rolando Rodriguez**, Vice President; **Nancy Canada**, Secretary; **Eladio Jose Armesto**, Treasurer.

ARTICLE X - AMENDMENT OF ARTICLES

The Corporation reserves the right to adopt, amend or rescind any provision contained in these Articles of Incorporation or in the Bylaws of the Corporation by a two-thirds vote of the Board of Directors; provided notice thereof, which shall include the text of the change in the Articles of Incorporation and/or Bylaws, is furnished in writing to each eligible voting director of the Corporation at least seven (7) days prior to the meeting at which such change is to be voted upon.

ARTICLE XI - LEGAL REPRESENTATION


The Corporation, upon a two thirds (2/3) vote of the Board of Directors, may issue written authorization and/or grant a Power of Attorney to any employee, director or officer of the Corporation to represent or otherwise act on behalf of the Corporation in any Court of Law or in a legal proceeding of any kind.

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the fullest extent permitted by the Florida General Corporation Act.

ARTICLE XIII - APPOINTMENT OF REGISTERED AGENT AND ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT


The Registered Agent of the Corporation shall be **Jesus Diaz Martinez** and the address of the Registered Office shall be at **2385 NW 11 ST, #30-B, Miami, Florida 33125**. 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.



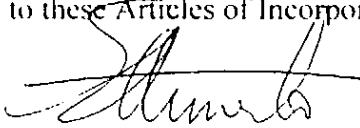
Jesus Diaz Martinez, Registered Agent

ARTICLE XIV - INCORPORATORS

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



Jesus Diaz-Martinez
2385 NW 11 ST, #30-B
Miami, FL 33125



Eladio José Armesto
POB 350002
Miami, FL 33135-0002

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