

N1900000 2958

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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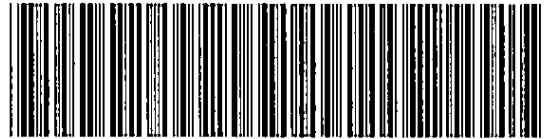
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19 APR 16 PM 4:03  
TALLAHASSEE, FLORIDA

APR 25 2019  
S. YOUNG

Ariana Hernandez-Reguant  
HICCUP, Inc  
1988 NE 178<sup>th</sup> Street  
North Miami Beach, FL 33162

Mr. Tyrone K. Scott, officer  
State of Florida Division of Corporations  
Tallahassee, FL 32301

Miami Beach, April 10, 2108

Dear Mr. Scott,

We need to amend the articles of incorporation for HICCUP (N19000002958) in order to bring them in line with those to be filed with the Internal Revenue Service for application of non-profit status.

Amendments include: Principal Office, Officers' names and roles, and Articles IV, V, VI, VII, and IX.

Enclosed please find:

- Check for \$35—
- Completed form requesting the amendments
- Attachment to the form detailing the amendments and new text
- 2 print outs: The articles of incorporation with the added text highlighted (1) and not highlighted (2), in case that makes it easier (if not, just toss them).

Thank you very much for your kind attention.

Warm regards,

A handwritten signature in black ink, appearing to read 'A. Hernandez-Reguant', followed by a checkmark.

Ariana Hernandez-Reguant, President  
HICCUP, Inc  
Tel. (202) 271-6840

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** HICCUP, INC

**DOCUMENT NUMBER:** N19000002958

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

Please return all correspondence concerning this matter to the following:

ARIANA HERNANDEZ-REGUANT

(Name of Contact Person)

HICCUP, INC

(Firm/ Company)

1988 NE 178th Street

(Address)

NORTH MIAMI BEACH, FL 33162

(City/ State and Zip Code)

ariana.h.reguant@gmail.com

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

For further information concerning this matter, please call:

Ariana Hernandez-Reguant

202

271-6840

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

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

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**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

Articles of Amendment  
to  
Articles of Incorporation  
of

HICCUP, INC

(Name of Corporation as currently filed with the Florida Dept. of State)

N19000002958

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp" or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

(Principal office address **MUST BE A STREET ADDRESS**)

9809 NW 80th Avenue

Hialeah, FL 33018

**C. Enter new mailing address, if applicable:**

(Mailing address **MAY BE A POST OFFICE BOX**)

1988 NE 178th Street

North Miami Beach, FL 33162

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>O</u>	<u>Annette Collazo</u>	<u>390 NW 86th Place</u>
<input type="checkbox"/> Add			<u>Miami, FL 33126</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>T</u>	<u>José Pineda</u>	<u>1988 NE 178th Street</u>
<input type="checkbox"/> Add			<u>North Miami Beach, FL 33162</u>
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>O</u>	<u>Gean Moreno</u>	<u>4241 SW 62nd Street</u>
<input checked="" type="checkbox"/> Add			<u>Miami, FL 33155</u>
<input type="checkbox"/> Remove			
4) <input checked="" type="checkbox"/> Change	<u>VP</u>	<u>Ernesto Oroza</u>	<u>20335 W Country Club Drive</u>
<input type="checkbox"/> Add			<u>Apt. 1008</u>
<input type="checkbox"/> Remove			<u>Aventura, FL 33180</u>
5) <input checked="" type="checkbox"/> Change	<u>T</u>	<u>Adolfo Nodal</u>	<u>461 W 11th Street</u>
<input type="checkbox"/> Add			<u>San Pedro, CA 90731</u>
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

ART. IV. (Adding points i, ii, iii, and iv - see attached sheet, with additions in bold)

ART. V. (Adding text: final sentence in 1st paragraph, and part of a sentence in 3rd paragraph -see attached sheet)

ART. VI. (Adding text: points a,b,c,d -- see attached sheet)

ART. VII. (Adding text in title to read "Management of the Corporation and Appointment to the Board" /  
Adding text to body, points a and b, for specificity, see attached sheet's bold lettering parts)

ART. IX (adding text to title to read, "Meetings, Bylaws and Amendments", and adding points 2 and 4 to  
body - see bolded letters in attached sheet)

# Hiccup

## Amendments to Articles of Incorporation

### ARTICLE I.

n/a

### ARTICLE II

n/a

### ARTICLE III. PRINCIPAL OFFICE

*Principal office updated to:*

9809 NW 80th Avenue, Hialeah, FL 33018.

### ARTICLE IV. PURPOSES

*Text added:*

HICCUP, Inc. is organized for charitable purposes within the meaning of 501(c)(3),  
**and operates to:**

(i) **promote appreciation and understanding, and foster public knowledge of immigrant and diasporic societies and cultures, and their imprint in South Florida, in particular, and global society, more generally;**

(ii) **organize, support, develop, foster, improve promote and conduct research, publishing, cultural and civic events, educational and outreach projects, and different forms of art, including audiovisual, literary, media and digital, popular and folk manifestations, public and street forms, performance, and other creative and cultural activities and productions for the advancement of knowledge, education and culture, and the activation of space and community;**

(iii) **organize activities for the advancement of community, culture, knowledge and sustain develop and sustain the arts and cultural capabilities of individuals and the community;**

(iv) **promote and support the civic engagement of immigrant and diasporic societies through arts, culture, education and other social and creative forms, in South Florida and around the United States.**

#### ARTICLE V. POWERS

*Text added*

Powers of the corporation may be limited in accordance with I.R.C. § 501(c)(3) and the accompanying regulations and guidelines. **HICCUP's practices and governance will adhere with all state and federal laws and regulations.**

HICCUP will engage in activities permissible under section 501(c)(3), including: promoting and/or conducting research, publishing and other cultural, academic, intellectual, urban and artistic activities, and educating the public on issues related to the culture and society of Cuban and Latin America and U.S. Latinxs, the Spanish speaking world, and their diasporas and/or its impact in the world.

No substantial part of hiccup, Inc. activities will entail carrying on propaganda, or otherwise attempting to influence legislation, except as is otherwise provided by the Internal Revenue Code, **and laws and regulations applicable to organizations granted exemption and operation under section 501 (c) (3) of the Internal Revenue Code.** No part of any activities of the organization will include participating in or intervening in any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE VI. FUNDS AND ASSETS, AND DISSOLUTION OF CORPORATION

*Text added:*



This corporation shall use its funds only to accomplish the purposes stated in these Articles of Incorporation. **Its assets will be exclusively and permanently dedicated to the organization's exempt purpose. Specifically:**

(a) 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 services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.

(b) 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.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 (b) by a corporation, contributions to which are deductible as provided by the Internal Revenue Code, and laws and regulations applicable to organizations granted exemption and operation under section 501(c)(3) of the Internal Revenue Code.

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to, and only to, one or more charitable organizations, as decided at that time by the Board of Directors by a 2/3 majority vote.

## ARTICLE VII.

*Text added to title of article:*

## **MANAGEMENT OF THE CORPORATION AND APPOINTMENT TO THE BOARD**

*Text added:*

- (a) **Board of Directors.** The authority for all affairs of the Corporation shall be in a Board of Directors consisting of at least three (3) directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the Bylaws of the Corporation as from time to time in effort. The members of the Board of Directors shall be shall be a president, vice-president, secretary, and treasurer, and shall be elected or appointed pursuant to the method set forth in the Bylaws of the Corporation. The initial Board of Directors shall be: Ariana Hernandez-Reguant, 255 Fairway Drive, Miami Beach, FL; Ernesto Oroza, 20335 West Country Club Drive, Aventura, FL 33180; Ferny Coipel, 3760 E 6th Avenue, Hialeah, FL 33013; Adolfo Nodal, 461 W. 11 St. San Pedro CA. 90731, Gean Moreno, 4241 SW 62 Ave., Miami, FL 33155, and Otari Oliva, 7465 W 30th Lane, Hialeah Gardens, FL 33018.
- (b) **Elective Officers.** The officers of the Corporation shall be a president, vice-president, secretary, and treasurer. Other offices and officers in addition to Directors may be established or appointed at any meeting of the Board of Directors after nomination by a member of the board. Directors and Officers shall be appointed after nomination by a member of the board, by a 2/3 majority vote. In no event, shall the number of directors be fewer than three. **The qualifications, the time and manner of electing or appointing, the duties in terms of office, and the manner of removing officers shall be as set forth in the bylaws.**

## **ARTICLE VIII. INITIAL OFFICERS**

*See changes on Amendment Form*

The names and addresses and office held of the persons designated to act as the initial Board of Directors of this corporation are:

Name

Address

Ariana Hernandez-Reguant, P	255 Fairway Dr., Miami Beach, FL 33141
Ernesto Oroza, <b>VP</b>	20335 W Country Club Drive, Apt. 1008, Aventura, FL 33180
Adolfo Nodal, T	461 W. 11 St. San Pedro CA. 90731
Ferny Coipel, S	3760 E 6 <sup>th</sup> Avenue, Hialeah, FL 33013
Otari Oliva Buadze, O	7465 W 30th Lane, Hialeah Gardens, FL 33018
<b>Géan Moreno, O</b>	<b>4241 SW 62 Ave, Miami, FL 33155</b>

#### ARTICLE IX.

*Text added to title:*

#### MEETINGS, **BYLAWS AND AMENDMENTS**

*Text added to text (points 2 and 4):*

- 1.) After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.
- 2.) **Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein. Any amendments to the bylaws shall be binding to the Corporation.**
- 3.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.
- 4.) **Amendments to these Articles of Incorporation may be made by a resolution adopted by the Board of Directors.**

ARTICLE X. REGISTERED AGENT

n/a

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

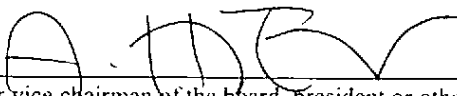
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated April 7, 2019

Signature   
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Ariana Hernandez-Reguant

(Typed or printed name of person signing)

President

(Title of person signing)