2/17/2021

# Florida Department of State

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#### FLORIDA PROFIT/NON PROFIT CORPORATION PARTIDO DEL PUEBLO INC.

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#### RICARDO MARTINEZ-CID

Professional Association Attorney at Law

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VIA: (850) 617 6381

SENT BY: Ricardo Martinez-Cid, Esq.

DATÉ: February 17, 2021

Gentlemen/Ladies:

The proposed Articles of Organization, and Certificate of Designation of Registered Agent and Office, and the Audit for a Florida non-profit corporation, to be known as **PARTIDO DEL PUEBLO** INC., translated to the English language: PEOPLE'S PARTY INC. Debit my account for the organizational expenses, and registered agent certificate.

Sincerely,

Ricardo Martinez-Cid

RMC/ng

cc: pdpueblocubano@gmail.com,
 sanzalo2012@gmail.com,
 liu.santiesteban@gmail.com,
 anaolema@gmail.com
 sanzalo2012@gmail.com

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SECRETARY FLORIDA

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#### ARTICLES OF INCORPORATION OF PARTIDO DEL PUEBLO INC. A FLORIDA CORPORATION NOT FOR PROFIT

#### ARTICLE I NAME

The name of this Corporation will be the **PARTIDO DEL PUEBLO INC.**, hereinafter designated "PDP."

## ARTICLE II NATURE

PDP is organized as a Florida corporation not for profit, intended to be entitled to non-profit status under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of subsequent federal tax laws exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, as established and when consistent with Article III below. It is also expressly provided that, notwithstanding any other provision of these Articles, upon the dissolution of the corporation, assets will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or will be distributed to the federal government, or to a state of local government, for a public purpose. Any such assets not so disposed of will be disposed of by the Circuit Court the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court will determine, which are organized and operated exclusively for such purposes.

### ARTICLE III PURPOSES

The general nature, objects and purposes of PDP will be to promote the goals and ideology of PARTIDO DEL PUEBLO, are to support, morally and financially, the opposition inside Cuba in their struggle to establish:

- the primacy of individual liberty and responsibility as the foundation of Cuba's future Common Good; and,
- b. the protection of private property, as essential to the full enjoyment of liberty and individual responsibility by the governed; and,
- c. the Rule of Law, subject to a constitution which protects the inalienable rights sanctified by the best of western tradition; and,
- d. a free market, open to competition, without price controls, as the most effective way to create wealth, provide for the common welfare and conduct commercial transactions; and,
- e. the supremacy of Civil Society constituted by free citizens, not subjects, who voluntarily and freely empower their government, as their servant, to protect their individual liberty, ensure equality before the law, domestic tranquility, and the Common Good; and,
- f. representative democracy as the only politically legitimate source of collective decisions; and,
- g. limited government, always served by public servants, totally obedient of the Law, and subject to the constant scrutiny of the governed; and,
- h. participation in good faith exchanges built on mutual respect and understanding; and,

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- practical solutions to the unique challenges which Cuba's people face on their way to a better future, and,
- j. the exercise by all Cubans of the rights guaranteed by the Universal Declaration of Human Rights, by individually partaking of said rights, limited only by the unwavering respect for the rights of others and constraints imposed by the Rule of Law, including the freedom to travel to and from Cuba, as guaranteed by Article XIII of said Declaration, including the return of all emigres; and,
- k. public debate beyond sterile polemic limitation's regarding issues over which only the governments with the means to resolve them have jurisdiction; and,
- 1. the restoration of Cuba's Civil Society, family, patriotic values, and respect for the work ethic by example; and,
- m. support of Cuba's transition from its over half a century of one-party dictatorship; and,
- n. love of country, evidenced by the sacrifice of individual interests to the Common Good; and,
- o. ethical solutions consistent with the enumerated objectives consistent with the enumerated objectives.

#### ARTICLE IV GENERAL POWERS

General powers of PDP will be all powers incident to promoting its objectives.

#### ARTICLE V MEMBERS

The initial members of PDP are: JOSE DANIEL FERRER GARCIA of Calle 9 #10, entre E y G, Mármol, Santiago de Cuba, President; LIUDMILA SANTIESTEBAN, Vice-President, ANA OLEMA HERNANDEZ MÁTAMOROS, Secretary, and SANDY ZAPIRAIN LOPEZ, all of 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129. Future members will be invited to participate, as provided in the manner established in the bylaws.

#### ARTICLE VI DIRECTORS

The initial Board of Directors of PDP are: JOSE DANIEL FERRER GARCIA of Calle 9 #10, entre E y G, Mármol, Santiago de Cuba; and LIUDMILA SANTIESTEBAN, ANA OLEMA HERNANDEZ MATAMOROS and SANDY ZAPIRAIN LOPEZ, of 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129. The number and identity of future directors will be elected in the manner established in the bylaws.

# ARTICLE VII INITIAL PRINCIPAL OFFICE, RESIDENT AGENT, OFFICERS & EMAIL ADDRESS

The principal office of PDP is 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129. Its email address is popueblocubano@gmail.com. The initial resident agent of PDP is SANTIAGO ANTONIO ALPIZAR, ESQ., of 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129. The initial officers of PDP are JOSE DANIEL FERRER GARCIA of Calle 9 #10, entre E y G, Mármol, Santiago de Cuba, President; LIUDMILA SANTIESTEBAN, Vice-President, ANA OLEMA HERNANDEZ MATAMOROS, Secretary, and SANDY ZAPIRAIN LOPEZ, Vice-President, Treasurer, all of 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129. They should serve until their resignation, removal from office by the directors, or election of their successors at a special meeting of the Board of Directors to be held at an special meeting held for that purpose no later than thirty (30) days from date, in the manner established in the bylaws.

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#### ARTICLE VIII CORPORATE BEGINNING AND EXISTENCE

PDP will begin its corporate existence upon the filing of these Articles with the Secretary of State, and will have perpetual existence.

#### ARTICLE IX <u>Bylaws</u>

The Board will adopt Bylaws consistent with these Articles.

#### ARTICLE X AMENDMENT TO ARTICLES

These Articles may be altered, amended, or repealed by resolution of the Board, in the manner established in the bylaws.

#### ARTICLE XI **SUBSCRIBERS**

The names and addresses of the subscribers are: LIUDMILA SANTIESTEBAN, ANA OLEMA HERNANDEZ MATAMOROS and SANDY ZAPIRAIN LOPEZ, all of 2250 SW 3 Avenue, Suite #203, Miami, Florida 33129.

#### ARTICLE XII INITIAL CORPORATE AND REGISTERED OFFICE

PDP will have its initial registered office at 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129.

#### ARTICLE XIII INDEMNIFICATION OF OFFICERS AND DIRECTORS

PDP hereby agrees to indemnify any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

Whether civil, criminal, administrative, investigative, other than one by or in the right of PDP to procure a judgement in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director, officer, employee or

agent of any other corporation, partnership, joint Prepared by: Ricardo Martinez-Cid / Florida Bar Number: 157029 2250 SW 3 Avenue, Suite #203, Miami, Florida 33129 Telephone (305) 632-1950/ Facsimile (305) 854-9788

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venture; trust or other enterprise which he/she fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable interest of PDP, such action was in the best interest of the reasonable ground for belief that such action was unlawful. The termination of any such suit or proceeding by judgment, action. settlement, conviction or upon a plea of nolo contender's or its equivalent will not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interest of PDP or that he/she had reasonable grounds for belief that such action was unlawful.

By or in the right of PDP to procure a judgement in b. this favor by reason of his being or having been a director or officer of PDP, or by reason of his being or having been a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he/she served at the request of PDP, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him connection with the defense or settlement of such action, or in connection with the defense or settlement of such action, or in connection with an appeal therein if such person acted in good faith in the reasonable belief that such action was in the best interest of PDP. Such person will not be entitled to indemnification in relation to matters to which such person has been adjudged to have been guilty of gross negligence or misconduct in the performance of his duty to FDP unless, and only to the extent that, the court, administrative proceeding is held will determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person fairly and reasonable entitled indemnification for such expenses which tribunal will deem proper.

c. The foregoing rights of indemnification will not be deemed to limit in any way the powers of PDP to indemnify under applicable law.

#### ARTICLE XIII

#### TRANSACTION IN WHICH DIRECTORS OFFICERS AND MEMBERS ARE INTERESTED

- a. No contract or transaction between PDP and one or more of its directors or officers, or between PDP and any other corporation, partnership, association, officers are directors or officers, have a financial interest, will be invalid, void or voidable solely for this reason, or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of PDP will incur liability by reason of the fact that he/she is or may be interested in any such contract or transaction.
- b. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board or of a committee which authorized the contract or transaction.
- c. No part of the net earnings of PDP will inure to the benefit of any Member, Director or Officer of PDP or any private individual. Provided, however, that (i) reasonable compensation may be paid for services rendered by any Member, Director or Officer to or for PDP, and (ii) this provision will not prohibit the reimbursement of funds advanced to, for or on behalf of PDP by any Member, Director or Officer when said funds are advanced with the consent and knowledge of PDP, evidenced by the written approval of the majority of the Board, including, without limitation, transportation and other travel expenses.

#### ARTICLE XIV DISSOLUTION OF PDP

a. Upon dissolution of PDP, all of its assets, remaining after provision for creditors and payment of all costs and expenses of such dissolution, will be distributed to other non-profit corporation(s) devoted to similar goals!

b. PDP may be dissolved upon a resolution to that effect being recommended by three-forth (3/4) of the members of the Board, and, if such decree be necessary at the time of dissolution, after receipt of an appropriate decree as set forth in Florida Statutes Section 617.05 or statute of similar import, and approved by two-thirds (2/3) of the voting rights of PDP's members.

IN WITNESS WHEREOF, the said subscribers have hereto set their hands and seals this February , 2021.

LIUDMILA ANTIESTEBAN

ANA OLEMA HERNANDEZ MATAMOROS

SANDY KAPIRAIN LOPEZ

STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me by SANDY ZAPIRAIN LOPEZ, by means of physical presence, under oath, on February 2021, who is personally known to me.

Notary Public

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STATE OF FLORIDA )

SS:

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me by ANA OLEMA HERNANDEZ MATAMOROS, by means of physical presence, under oath, on February \_\_\_\_, 2021, who is personally known to me or provided her Florida driver's license for identification purposes.



Kablo h. Vellameneio

STATE OF NEW JERSEY )

COUNTY OF BERGEN )

The foregoing instrument was acknowledged before me by LIUDMILA SANTIESTEBAN, by means of physical presence, under oath, on February 1, 2021, who provided her New Jersey driver's license for identification purposes.

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Notary Publi

#### CERTIFICATE DESIGNATING THE ADDRESS AND

#### AN AGENT UPON WHOM PROCESS MAY BE SERVED

#### WITNESSETH:

That PARTIDO DEL PUEBLO INC., desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Miami-Dade, has named SANTIAGO ANTONIO ALPIZAR of 2250 SW 3 Avenue, Suite #202, Miami, Florida 33129, as its agent to accept service of process within this state. ACKNOWLEDGMENT:

Having been named by the first Board of Directors of PARTIDO DEL PUEBLO INC.

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes this February 12, 2021.

SANTIAGO ANTONIO ALPIZAR Registered Agent

Prepared by: Ricardo Martinez-Cid / Florida Bar Number: 157029 2250 SW 3 Avenue, Suite #203, Miami, Florida 33129

Telephone (305) 632-1950/ Facsimile (305) 854-9788 FLORIDA BAR NO. 157029 / AUDIT NUMBER: H21000066123 3

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