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TRANSMITTAL LETTER

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

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-11/16/98--01093--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Centro Interamericano de Gerencia, Poltica, Inc.  
(Proposed corporate name - must include suffix)

Center For Inter American Political Management, Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 16 PM 2:24

FROM: Stephen M. Masterson  
Name (Printed or typed)

2970 N. UMBERLAND DR.  
Address

Tallahassee, FL 32308  
City, State & Zip

(850) 644-3410  
Daytime Telephone number

RECEIVED  
98 NOV 16 PM 2:14  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

4/1-11  
WMS

## ARTICLES OF INCORPORATION

*The undersigned, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation.*

### ARTICLE I

#### Name

The name of the corporation shall be:

Centro Interamericano de Gerencia Política, Inc.

### ARTICLE II

#### Principal place of business and mailing address

The principal place of business and mailing address of the corporation shall be:

9601 SW 142 Ave., Suite 823  
Miami, Florida 33186

### ARTICLE III

#### Purposes

The specific purposes for which the corporation is organized:

To provide educational programs, publishing educational materials, promoting the exchange of ideas and conducting research on the conduct of and participation in electoral politics in the Western Hemisphere. The organization will conduct its activities in compliance with the provisions of Section 501(c)(3) of the Internal Revenue Code.

The purposes for which the corporation is organized are 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 State Internal Revenue law.

### ARTICLE IV

#### Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

Directors shall be elected or appointed as provided in the bylaws of this corporation.

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**ARTICLE V**  
**Limitation of corporate powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

This corporation is organized in compliance with section 501 (c) (3) of the Internal Revenue Code and its operation and activities shall be carried out in strict compliance with the provisions thereof. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revue law.

**ARTICLE VI**  
**Initial registered agent and street address**

The name and street address of the initial registered agent is:

Stephen M. Masterson  
2970 North Umberland Drive  
Tallahassee, FL 32308

**ARTICLES VII**  
**Incorporators**

The names and the street addresses of the incorporators for these articles of incorporation are:

Carlos A Escalante  
9601 SW 142, Suite 823  
Miami, Florida 33186

Ralph Murphine  
925 6<sup>th</sup> Street, SW  
Washington, D.C. 20024

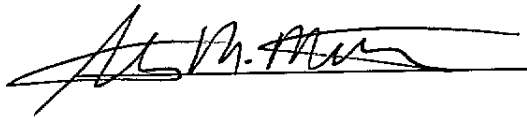
Stephen M. Masterson  
2970 N. Umberland Dr.  
Tallahassee, FL 32308

**ARTICLE VIII**  
**Distribution of assets upon dissolution**

Upon the 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 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 so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is 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.

The undersigned incorporator has executed these Articles this 16th day of November, 1998.

Signature of Incorporator:

A handwritten signature in black ink, appearing to read "S. M. Masterson", written over a horizontal line.

Stephen M. Masterson  
Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Centro Interamericano de Gerencia, Inc.

2. The name and address of the registered agent and office is:

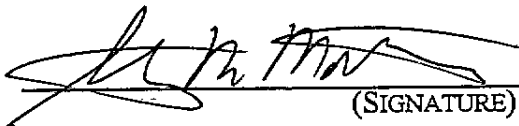
Stephen M. Masterson  
(NAME)

2970 N. Umberland Dr.  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Tallahassee, FL 32308  
(CITY/STATE/ZIP)

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

11/16/98  
(DATE)