

N99000002145

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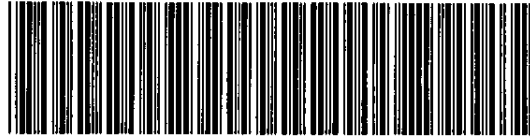
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: American Institute of Gnostic Anthropology
Inc.

DOCUMENT NUMBER: N99000002145

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

Please return all correspondence concerning this matter to the following:

Noe Magana
(Name of Contact Person)

(Firm/ Company)

403 Sunrise Terrace

(Address)

Palmdale, CA 93551
(City/ State and Zip Code)

magananoel@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Noe Magana
(Name of Contact Person)

at (626) 862-8461
(Area Code & Daytime Telephone Number)

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

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

NOTED

FILED
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DIVISION OF CORPORATIONS

AMENDED ARTICLES OF INCORPORATION

15 APR 10 PM 12:36

OF

AMERICAN INSTITUTE OF Gnostic ANTHROPOLOGY, INC.

A Not-For-Profit Corporation

Filed under Chapter 617 of the Not-For-Profit Law of the State of Florida

N99000002145

1. The name of corporation, formerly Gnostic Institute of Anthropology, Inc., is now changed to American Institute of Gnostic Anthropology, Inc. (the "Corporation"). Its Certificate of Incorporation was filed with the Florida Department of State in April Of 1999.
2. The office of the Corporation is located at 3928 Foothills Drive, Orlando, FL 32810.
3. The purposes for which the Corporation is formed are charitable and education purposes as follows:
 - a) To study, apply and spread the teaching of Gnostic studies as prescribed by the organization's founders, Victor Manuel Gomez and Arnolda Garro Gomez (also known as Samael Aun Weor and Litelantes).
 - b) To work continuously to the benefit of humanity by providing seminars, workshops, books and other educational publications and audiovisual material to educate the public on the subject of Gnostic Anthropology, the integral study of man, through the study of art, science, philosophy and spirituality.
 - c) To support the physical, spiritual and intellectual improvement of the individual through the dissemination of the Gnostic teachings, the practice of meditation and other exercises.

To further these purposes, with the limitations set forth herein, the Corporation will have and may exercise all of the powers conferred by the laws of the State of Florida, including all powers necessary and convenient to effect any or all of its purposes, and will have and may exercise additional powers which may be conferred by law.

4. The Corporation represents the Central Office (also referred to as National Headquarters) for its network of affiliate chapters. The By-Laws and Board of Directors will determine the criteria for local chapters.
5. Provisions for the regulation of internal affairs of the Corporation will be set out in the By-Laws of the Corporation to the extent that they are not set out here as follows:
 - a) Notwithstanding any other provisions of these articles, the Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Code, and shall not carry out any activities not permitted to be carried out by a corporation exempt from federal income tax under Sec. 501 (c)(3) of the Code or corresponding provisions of any subsequent Federal

Tax laws. Nor will it engage in activities that are prohibited by an organization contributions to which are deductible under Section 170(b)(1)(A) of the Code and regulations.

b) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, substantial contributor to it, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and reimbursement for reasonable expenditures that further one or more of its exempt purposes may be provided.), and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the Corporation assets on dissolution of the Corporation.

c) The private property of the directors, officers and members of the Corporation is not available for payment of the corporate debts to any extent whatever.

d) The Corporation has authority

- to accept as contributions personal property and real property, and to sell, mortgage, encumber, hypothecate, lease, receive, administer, maintain, use and employ, in whole or in part, its income, funds, securities and property, real and personal as an association organized and operated exclusively for educational, charitable and other nonprofit purposes beneficial to the public, as such terms and purposes are used and defined in or in connection with Section 501(c)(3) of the Code and regulations thereunder, and

To pursue such objects and purposes directly or by contribution to organizations that qualify as exempt organizations described in Section 501(c)(3) of the Code or organizations which are treated for U.S. tax purposes as so qualifying, or by program-related investments as defined in Section 4944(c) of the Code.

e) No directorship or officership in this Corporation is assignable inter vivos or passable to any personal representative, heir, or devisee of any director or officer.

f) This Corporation shall not have nor exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that will prevent this Corporation from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(3) of the Code and regulations thereunder.

g) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation [except as otherwise provided by the Code, Sec. 501 (h)] or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office; nor will it in any manner engage in activities that are unlawful under the laws of the United

States of America, the State of Florida, or any other jurisdiction where such activities are carried on.

- h) This Corporation will never operate for the primary purpose of carrying on a trade or business for profit. Neither the whole nor any part or portion of the assets or net earnings of the Corporation will be used, nor will this Corporation ever be organized or operated for purposes that are not exclusively educational, charitable, or otherwise permitted by Section 501(c)(3) and 509(a)(3) of the Code and regulations thereunder.
 - i) In the event of dissolution, any of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under the Code, Sec. 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a purpose, pursuant to Chapter 617 of the Florida Statutes.
 - j) In any taxable year in which the corporation is a private foundation as described in the Code, Sec. 509 (a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under the Code, Sec. 4942, and the corporation shall not (A) engage in any act of self-dealing as defined in the Code, Sec. 4941 (d); (B) retain any excess business holdings as defined in IRC 4943(c); (C) make any investments in such manner as to subject the corporation to tax under the Code, Sec. 4944; or (D) make any taxable-expenditures as defined in the Code, Sec. 4945(d) or corresponding provisions of any subsequent Federal tax laws. -
6. A director of the Corporation will not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director except for liability
- (i) for any breach of the director's duty of loyalty to the Corporation,
 - (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or
 - (iii) for any transaction from which the director derived any improper personal benefit.

If the Florida Not-for-Profit Law is amended after the effective date of this article to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Not-for-Profit Corporation Law, as so amended.

Any repeal or modification of the foregoing paragraph shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

7. The Corporation will be a membership corporation. The By-Laws and the Board of Directors will establish the criteria for membership. Members are **not** entitled to vote.

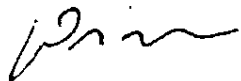
8. The director of the Corporation will be elected in the manner, for the terms and on the conditions prescribed in the By-Laws of the Corporation.

9. Current Board Members as of January 18, 2014 are the following:

<u>Name</u>	<u>Title</u>	<u>address</u>
Jose Carlos Oriz	President	2 Sixth Street, Englewood Cliffs NJ, 07632
Francisco Noe Carrillo	VP/USA Coordinator	8931 Black Oak Street Austin, TX 78728
Noe Moises Magaña	Secretary	403 Sunrise Terrace, Palmdale, CA 93551
Maritza Magana	Treasurer	403 Sunrise Terrace, Palmdale CA 93551

I, Jose Carlos Ortiz, president of the corporation, hereby certify that the Board of Directors of the American Institute of Anthropology, Inc approved all the amendments of these Amended Articles of Incorporation.

Signed:



Dated: 09/14/2014

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15 APR 10 PM 12:36

The date of each amendment(s) adoption: _____
date this document was signed.

Sept 14, 2014

, if other than the

Effective date if applicable: _____

(no more than 90 days after amendment file date)

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, 2015

Signature

Noe Magana

(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)

Noe Magana

(Typed or printed name of person signing)

Secretary

(Title of person signing)