

N 990000003780

PUENTES CUBANOS, INC.  
1925 Brickell Avenue, TH 17  
Miami, Florida 33129

Phone: (305) 858-4002  
Fax: (305) 858-9353

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

SUBJECT: PUENTES CUBANOS, INC.

Enclosed is a check for \$35.00 and a copy of the Restated and Amended Articles of Incorporation for  
**Puentes Cubanos, Inc.**

Thanks for your attention to this matter.

*Silvia Wilhelm*

Silvia Wilhelm  
Executive Director

Encl.

*Silvia authorized to  
add date of adoption  
by directors add director  
by her name.*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 29 PM 4:43

*Amended & Restated  
LFS 10-5-99*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 30, 1999

Silvia Wilhelm  
% PUENTES CUBANOS INC.  
1925 Brickell Avenue, TH 17  
Miami, FL 33129

SUBJECT: PUENTES CUBANOS INC.  
Ref. Number: N99000003780

We have received your document for PUENTES CUBANOS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 299A00043210

RECEIVED  
99 SEP 29 AM 8:15  
DIVISION OF CORPORATIONS

RESTATED AND AMENDED  
ARTICLES OF INCORPORATION

99 SEP 29 PM 4: 43

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following amended Articles of Incorporation: There being no members entitled to vote on the amendment to the Articles of Incorporation, these amended Articles of Incorporation were unanimously approved by the directors on August 8, 1999.*

**ARTICLE I NAME**

The name of the corporation shall be: Puentes Cubanos Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 1925 Brickell Ave., TH #17, Miami, FL 33129

**ARTICLE III PURPOSE**

The corporation is organized exclusively for 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 the corresponding section of any future federal tax code. It is the corporation's intent to promote exchanges between the people of Cuba and the United States of America.

**ARTICLE IV MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is: the Incorporator shall appoint the initial directors. Thereafter, the Directors will be elected by the members at the annual meeting as provided in the Bylaws or, in the event of a vacancy, by the members of the Board.

**ARTICLE V USE OF PROCEEDS AND ACTIVITIES OF CORPORATION**

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 Three, hereof. 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. 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.

**ARTICLE VI DISSOLUTION OF CORPORATION**

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 the 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 a Court of Competent Jurisdiction of 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 shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is: Silvia Wilhelm, 1925 Brickell Ave., #17, Miami, FL 33129

**ARTICLE VIII INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation are: Silvia Wilhelm, 1925 Brickell Ave., TH #17, Miami, FL 33129

John Wilhelm

Signature/Incorporator and  
Director

9-24-99

Date

*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*

John Wilhelm

Signature/Registered Agent

9-24-99

Date