

3/21/2026

ASSLA Foundation

Not for Profit Project

Asociación Latino Americana

Francisco (Franco) G Catalan
UUNITED REGNUM INTERNATIONAL CORP

03/26/2026

ASSLA Foundation, Inc.
c/o Paola Camargo-Presidenta
5328 Burning Tree Dr
Orlando, FL 32811

RE: Documentos de Gobierno de la Fundacion

Estimadas Paola Camargo y Helena Lourenco (Asesora de ABrass OFFA)

Reciban un saludo cordial ambas. Estamos refiriendo los siguientes documentos revisados y listos para ser sometidos al departamento del estado y a las agencias correspondientes para su registro.

Acompañamos los siguientes documentos en este mismo orden:

1. Documentos del Estado para enmendar los Artículos de Incorporación

- a. Carta de Tramite (Transmittal Letter).
- b. Artículos Enmendados y Restituidos (Amended & Restated Articles of Incorporation): El propósito de las enmiendas es incorporar lenguaje necesario para la aprobación de la exención contributiva, conocida como 501(c)(3).
- c. **Todas las partes a llenar por Paola para su comodidad han sido marcadas en highlight en amarillo. Solo hay que colocar las fechas de 03/27/2026 y la firma de Paola. La última página de las enmiendas necesita la firma de Paola.**

2. Documento de los Estatutos (Bylaws) Los estatutos presentan todas las partes correspondientes a la gobernanza del documento entre ellas

- a. Misión y Vision.
- b. Membresías.

Admitido a la práctica ante el IRS.
(407) 921-4901

- c. Formas de Reuniones y frecuencia
- d. Deberes y Responsabilidades de la Directiva
- e. Políticas y procedimientos a seguir,
- f. Ultima Pagina necesita las firmas de los directores. Presidente Paola, Suelen (acting Secretary) y Alexander Matheus como acting Treasurer. Fecha de reunión 03/27/2026

3. Documentos de Permiso de Solicitación para pedir Donaciones (Dept de Agricultura)

- a. Aplicación, Forma FDACS-10110, con Información de la Organización General.
- b. Aplicación Financiera, Forma FDACS-10122 (Presupuesto sugerido 1er año);
- c. La primera forma necesita la firma de Paola. Ambos documentos se someterán electrónicos.

4. Políticas y Procedimientos.

- a. Política de Conflicto de Intereses. -**Necesita las tres firmas y las fechas se colocará 03/27/2026.**
- b. Data Management Policy.
- c. Anti Terrorism Policy.- **Requiere dos firmas y la fecha del 03/27/2026**
- d. Política de Retención y Destrucción de Documentos.
- e. Política de Aceptación de Regalos (Gift Acceptance)

- 5. Portafolio de Programas Culturales.
- 6. Apéndices Operacionales y de Subvenciones.
- 7. Estructura Nacional e Internacional.
- 8. Documentos Institucionales de Afiliación.
- 9. Anexos Institucionales y Memorándums de Entendimientos.

Con lo anterior completamos la etapa primera de la fundación, mañana viernes procederemos a la incorporación, El paquete por escrito se acompaña.

Admitido a la práctica ante el IRS.
(407) 921-4901

Necesitaremos las formas que requieren las firmas y fechadas que sean escaneadas y devueltas.

Nos encontraremos pendientes a cualquier llamada o necesidad de amabas para completar esta etapa y la próxima.

La segunda etapa de este proyecto conlleva:

1. Someter las enmiendas al Dept del Estado.
2. Someter la Aplicación al Dept de Agricultura
3. Finalizar sometiendo la petición de exención al Internal Revenue Service,

Esta segunda etapa debe ser la más rápida entendiendo que para el Mes de Abril ya estará completamente finalizada.

De necesitar cualquier información adicional no duden en contactarnos al:(407) 921-4901 o a través de mi correo electrónico urictax@gmail.com

Sinceramente



Francisco J Catalán- MBA, EA

License # 00073381-EA

Anexos

1. Paquete de Gobernanza descrito en la carta.

Admitido a la práctica ante el IRS.
(407) 921-4901



[Department of State](#) / [Division of Corporations](#) / [Search Reports](#) / [Search by Entity Name](#) /

Detail by Entity Name

Florida Not For Profit Corporation

ASSLA FOUNDATION INC

Filing Information

Document Number N26000004807

FEI/EIN Number NONE

Date Filed 04/02/2026

Effective Date 03/27/2026

State FL

Status ACTIVE

Principal Address

5328 BURNING TREE DR

ORLANDO, FL 32811

Mailing Address

5328 BURNING TREE DR

ORLANDO, FL 32811

Registered Agent Name & Address

CAMARGO, PAOLA

5328 BURNING TREE DR

ORLANDO, FL 32811

Officer/Director Detail

Name & Address

Title D

CAMARGO, PAOLA

5328 BURNING TREE DR

ORLANDO, FL 32811

Title D

DE SOUZA, SOUELEN

203 IDILLWIDE DR

SANFORD, FL 32771

Title D

DIAZ PINEIRO, ALEXANDER M
520 E CHURCH ST
ORLANDO, FL 32801

Annual Reports

No Annual Reports Filed

Document Images

04/02/2026 -- Domestic Non-Profit

[View image in PDF format](#)

Florida Department of State, Division of Corporations

**II. EMPLOYER IDENTIFICATION NUMBER-
IRS FORM CP-575**

[Home](#) / [File](#) / [Get an employer identification number](#)/ [Apply for an Employer Identification Number \(EIN\) online](#)

Apply for an Employer Identification Number (EIN)

Use this assistance to apply for and obtain an Employee Identification Number (EIN)



Review and Submit

All fields marked with an asterisk (*) are required.

Review your information before submitting.

Please review the information you are about to submit. If any of the information below is incorrect, you will need to start a new application.

Click the "Submit EIN Request" button at the bottom of the page to receive your EIN.

How would you like to receive your EIN Confirmation Letter?

You have two options for receiving your confirmation letter. Please choose one below * 

☐ Receive letter digitally in the next step

This option requires Adobe Reader. You will be able to view, print, and save this letter immediately. It will not be mailed to you.

☐ Receive letter by mail (allow up to 4 weeks for delivery)

The IRS will send the letter to the mailing address you provided.

Summary of your information

Legal Structure

Organization Type	NON-PROFIT/TAX-EXEMPT ORGANIZATION
--------------------------	------------------------------------

Non-Profit/Tax-Exempt Organization Information

Legal name	ASSLA FOUNDATION
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Trade name/doing business as	ASSLA FOUNDATION
-------------------------------------	------------------

County	ORANGE
---------------	--------

State/Territory	FL
------------------------	----

Start date	March 2026
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Addresses

Physical Location	5328 BURNING TREE DR ORLANDO FL 32811
--------------------------	--

Phone Number	407-683-3663
---------------------	--------------

Mail directed To	PAOLA CAMARGO
-------------------------	---------------

Responsible Party

Name	PAOLA CAMARGO
-------------	---------------

SSN/ITIN

XXX-XX-0654

Principal Business Activity

**What your
business/organization
does** OTHER

Principal product/service PUBLIC CHARITY NGO

Additional Non-Profit/Tax-Exempt Organization Information

**Owns a 55,000 pounds or
greater highway motor
vehicle** NO

**Involves
gambling/wagering** NO

**Involves alcohol, tobacco,
or firearms** NO

**Files Form 720 (Quarterly
Federal Excise Tax
Return)** NO

**Has employees who
receive Forms W-2** NO

Reason for Applying STARTED A NEW BUSINESS

Click "Submit EIN Request" to send your request and receive your EIN. Once you submit, please wait while your application is being processed. It can take up to two minutes for your application to be processed.

[Back](#)[Submit EIN Request](#)



Department Of the Treasury
Internal Revenue Service
Philadelphia, PA 19255-0023
Important Information - Please Read

ASSLA FOUNDATION
ASSLA
% PAOLA CAMARGO
5328 BURNING TREE DR
ORLANDO, FL 32811

May 01, 2026

We assigned you an employer identification number (EIN)

Your EIN is **42-2296656**. The name control associated with this EIN is ASSL.

What you need to do

- If you did not apply for this EIN, visit [IRS.gov/EINNotRequested](https://www.irs.gov/EINNotRequested).
- Use this EIN and your name exactly as they appear above when you fill out your tax returns. Otherwise, it may cause delays. Keep a copy of this notice for your records because we'll only send it to you once. You can share a copy with future officers of your organization or anyone asking for proof of your EIN. If your name or address is incorrect as shown, send the correct information to the address at the top of this notice.

What you need to know

When you applied for an EIN, you said your organization is a non-profit. Getting an EIN doesn't mean you're automatically tax-exempt. You must apply specifically for tax-exempt status. You can find more information about the application process in Publication 557, Tax-Exempt Status for Your Organization.

To apply for recognition of tax-exempt status, organizations must complete an application on one of the following forms:

- Form 1023, Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code;
- Form 1023-EZ, Streamlined Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code;
- Form 1024, Application for Recognition Under Section 501(a); or
- Form 1024-A, Application for Recognition of Exemption Under Section 501(c)(4) of the Internal Revenue Code.

Most organizations claiming tax-exempt status must file a Form 990 series annual information return (Form 990, 990-EZ, or 990-PF) or notice (Form 990-N) beginning with the year they legally form, even if they have not yet applied for or received recognition of tax-exempt status.

If you become tax-exempt, you'll lose that status if you don't file a required return or notice for three years in a row. There are some exceptions, but generally, you need to file every year. We start counting those three years from the date we gave you your EIN. If the first tax year isn't a full twelve months, you still need to file a return for that year. If your organization didn't legally form in the same tax year you received your EIN, contact us.

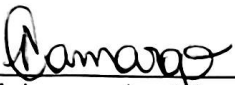
For the most current information on your filing requirements and other important information, visit [IRS.gov/Charities](https://www.irs.gov/Charities).

Additional Information

- Refer to Publication 4557, Safeguarding Taxpayer Data: A Guide for Your Business, for tips on keeping your EIN safe.

☒ 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 03/27/2026

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)

Paola Camargo
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

An official website of the United States Government

[Here's how you know](#) ▼

MENU

[Home](#) / [File](#) / [Get an employer identification number](#)

/ [Apply for an Employer Identification Number \(EIN\) online](#)

Apply for an Employer Identification Number (EIN)

Use this assistance to apply for and obtain an Employee Identification Number (EIN)



EIN Assignment

✔ **Congratulations! Your EIN has been successfully assigned.**

Save and/or print this page and the confirmation letter below for your permanent records.

Print Page

[Help with saving and printing your letter](#)

Your EIN

Your EIN Details

EIN assigned	42-2296656
Legal name	ASSLA FOUNDATION
Name control	ASSL
Confirmation letter	This confirmation letter is your official IRS notice and contains important information regarding your EIN: Download EIN confirmation Letter [PDF]

Summary of your information

Legal Structure

Organization Type	NON-PROFIT/TAX-EXEMPT ORGANIZATION
--------------------------	------------------------------------

Non-Profit/Tax-Exempt Organization Information

Legal name	ASSLA FOUNDATION
Trade name/doing business as	ASSLA
County	ORANGE
State/Territory	FL
Start date	March 2026

Addresses

Physical Location 5328 BURNING TREE DR
ORLANDO FL 32811

Phone Number 407-683-3663

Mail directed To PAOLA CAMARGO

Responsible Party

Name PAOLA CAMARGO

SSN/ITIN XXX-XX-0654

Principal Business Activity

**What your
business/organization
does** OTHER

Principal product/service PUBLIC CHARITY

Additional Non-Profit/Tax-Exempt Organization Information

**Owns a 55,000 pounds or
greater highway motor
vehicle** NO

**Involves
gambling/wagering** NO

**Involves alcohol, tobacco,
or firearms** NO

**Files Form 720 (Quarterly
Federal Excise Tax
Return)** NO



Department Of the Treasury
Internal Revenue Service
Philadelphia, PA 19255-0023
Important Information - Please Read

CONFIDENTIAL
IRS Notice CP575E

ASSLA FOUNDATION
ASSLA
% PAOLA CAMARGO
5328 BURNING TREE DR
ORLANDO, FL 32811

May 01, 2026

We assigned you an employer identification number (EIN)

Your EIN is **42-2296656**. The name control associated with this EIN is **ASSL**.

What you need to do

- If you did **not** apply for this EIN, visit [IRS.gov/EINNotRequested](https://www.irs.gov/EINNotRequested).
- Use this EIN and your name exactly as they appear above when you fill out your tax returns. Otherwise, it may cause delays. Keep a copy of this notice for your records because we'll only send it to you once. You can share a copy with future officers of your organization or anyone asking for proof of your EIN. If your name or address is incorrect as shown, send the correct information to the address at the top of this notice.

What you need to know

When you applied for an EIN, you said your organization is a non-profit. Getting an EIN doesn't mean you're automatically tax-exempt. You must apply specifically for tax-exempt status. You can find more information about the application process in Publication 557, Tax-Exempt Status for Your Organization.

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- Form 1024-A, Application for Recognition of Exemption Under Section 501(c)(4) of the Internal Revenue Code.

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If you become tax-exempt, you'll lose that status if you don't file a required return or notice for three years in a row. There are some exceptions, but generally, you need to file every year. We start counting those three years from the date we gave you your EIN. If the first tax year isn't a full twelve months, you still need to file a return for that year. If your organization didn't legally form in the same tax year you received your EIN, contact us.

For the most current information on your filing requirements and other important information, visit [IRS.gov/Charities](https://www.irs.gov/Charities).

Additional Information

- Refer to Publication 4557, Safeguarding Taxpayer Data: A Guide for Your Business, for tips on keeping your EIN safe.



**FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS**

Attached is a form for filing *Articles of Amendment* to amend the articles of incorporation of a *Florida Not for Profit Corporation* pursuant to section 617.1006, Florida Statutes. This is a basic amendment form and may not satisfy all statutory requirements for amending.

A corporation can amend or add as many articles as necessary in one amendment.

- The original incorporators cannot be amended.
- If amending the name of the corporation, the new name must be distinguishable on the records of the Florida Department of State. A preliminary search for name availability can be made through the Division's website at www.sunbiz.org. You are responsible for any name infringement that may result from your corporate name selection.
- If amending the registered agent, the new agent must sign accepting the appointment and state that he/she is familiar with the obligations of the position.
- If amending/adding officers/directors, list titles and addresses for each officer/director.

**If a section is not being amended, enter N/A or Not Applicable.
The document must be typed or printed and must be legible.**

The document must be typed or printed and must be legible.

Pursuant to section 617.0123, Florida Statutes, a delayed effective date may be specified but may not be later than the 90th day after the date on which the document is filed.

Filing Fee	\$35.00 (Includes a letter of acknowledgment)
Certified Copy (optional)	\$8.75
Certificate of Status (optional)	\$8.75

Send one check in the total amount made payable to the Florida Department of State.

Please include a letter containing your telephone number, return address and certification requirements, or complete the attached cover letter.

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

For further information, you may call the Amendment Section at (850) 245-6050

CR2E009 (4/15)

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: ASSLA FOUNDATION, INC

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

PAOLA CAMARGO

(Name of Contact Person)

ASSLA FOUNDATION, INC.

(Firm/ Company)

5328 Burning Tree Dr

(Address)

Orlando, FL 32811

(City/ State and Zip Code)

Helena.abrasoffa@gmail.com

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

For further information concerning this matter, please call:

Francisco G Catalan

407

921-4901

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:

- | | | | |
|---|--|---|--|
| ☒ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☐ \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

ASSLA FOUNDATION, INC.

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

(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**)*

C. Enter new mailing address, if applicable:

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

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)

_____, Florida _____
(City) (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

[illegible]

Effective date if applicable:

(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 _____

Signature Paola Camargo
(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)

Paola Camargo

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

ARTICLE I. NAME. The name of the corporation is as follows: ASSLA FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE. The main office of ASSLA Foundation is in Florida and will be located in Central Florida:

5328 Burning Tree Dr
Orlando, FL 32811

The mailing address of the corporation is:

5328 Burning Tree Dr
Orlando, FL 32811

have other offices, either within or outside the State of Florida, as designated by the Board of Directors or as required by the Corporation's business from time to time.

ARTICLE III. MISSION AND SPECIFIC PURPOSES STATEMENTS

MISSION STATEMENT: The mission of this corporation "organization" thereafter is to create and develop actions promoting a culture of peace and non-violence in communities, through projects and training in the areas of education, culture, socio-environmental issues, and health, developing national and international programs collaboratively, through exchanges and sharing of experiences with other organizations.

To serve children, youth, and families—especially those in vulnerable or low-income conditions—by offering cultural, educational, and professional training opportunities that nurture creativity, citizenship, self-reliance and self-confidence among all communities.

Through volunteer engagement, intercultural dialogue, and strategic partnerships, to foster a network committed to the dignity of people and the transformation of communities through art and education

All activities of the Corporation shall be carried out exclusively for the public benefit and in furtherance of its exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

SPECIFIC PURPOSE STATEMENTS:

Clause 1 Foundation, Inc Corporation was incorporated in the Department of State of Florida on March 27th , 2026; Document No _____ with a charitable purpose.

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

SPECIFIC PURPOSE STATEMENTS (CONTINUATION):

Clause 2 The corporation is organized, and shall be operate exclusively for charitable, religious, scientific, testing for public safety, literary and educational purposes within the meaning of Section 501 (c) (3) and Section 170 of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder (the "Code"), together with all other activities permitted by the Florida Not For Profit Corporation Act. It is the specific intention of the Board of Directors that the purposes and application of the Corporation be as broad as permitted by Section 617.0301 of the Florida Not For Profit Corporation Act, but only to the extent that the corporation qualifies as a tax-exempt organization within the meaning of section 501(c) (3) and section 170 of the code.

Clause 3 We are multidisciplinary groups that understands and is committed to serve children, youth, and families—especially those in vulnerable or low-income conditions by offering cultural, educational, and professional training opportunities that nurture creativity, citizenship, self-reliance and self-confidence among all communities

Clause 4 Activities-The specific purposes and activities for which this "non-profit organization" thereafter is organized is:

The Foundation's main purpose will be to serve children, youth, and families—especially those in vulnerable or low-income conditions by offering cultural, educational, and professional training opportunities that nurture creativity, citizenship, self-reliance and self-confidence among all communities

In order to fulfil its corporate purpose, the Foundation may carry out activities to promote and support the expansion of coverage and improve the quality of education, such as:

1. Develop cultural, social, and educational activities directed at children, adolescents, and their families—especially those in need or of low income—through projects fostering personal and professional growth, citizenship, and income generation, including professional training aligned with local environments.
2. Promote activities open to the public and, whenever feasible, offered free of charge. When financial resources, grants, sponsorships, or other funding sources are not available or are insufficient, the organization may assess reasonable program or participation fees strictly to recover costs and ensure the sustainability of the programs. All activities shall be carried out in accordance with internal regulations established for each project, including training workshops, lectures, seminars, language, dance, music, culinary, and craft courses, and other related cultural activities.
3. Promote social responsibility as a contribution to a fair, egalitarian, and engaged society based on the Culture of Peace and Non-Violence.
4. Develop and implement social, cultural, and educational programs that promote local community development, conducted in full compliance with applicable federal, state, county, and municipal laws and regulations, and land use regulations, health and safety standards.

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

5. Record and disseminate images, music, and testimonies related to its area of activity.
6. Carry out consulting services in the planning, assessment, and implementation of projects for public or private organizations in areas related to its statutory objectives.
7. Develop and manage the project "Center for Welcoming and Training Volunteers for a Culture of Peace.
8. Pursue inclusive initiatives that support eligibility for, or collaboration with, internationally recognized institutional frameworks, including UNESCO, and ECOSOC, either directly or through an affiliated parent organization established in Brazil of ASSLA. These initiatives shall strengthen institutional capacity, enhance program quality, and promote international cooperation in furtherance of the Corporation's charitable mission within the United States. All such efforts shall be conducted in full compliance with applicable U.S. laws and regulations and shall support integrated community development for the public benefit, including meaningful participation of the Brazilian and Brazilian-American community.
9. Redact responsible proposals for funding thru diverse sources such as business contributors, investments, grants from foundations and from government including contracts, loans and tax revenues allowing the NPO to fulfill its mission.
10. Carry out actions, directly or indirectly, on their own behalf or through consortia, temporary unions and/or strategic alliances with non-governmental organizations, educational institutions, universities, public entities, the private sector, national or foreign, and natural or legal persons that develop a similar corporate purpose. All these actions aimed at projecting, executing, administering, coordinating, implementing and/or evaluating plans, programs, projects or activities, aimed at fulfilling the purpose of this foundation.
11. To enter into fundraising campaigns and campaigns using internal resources or by hiring professional fundraiser registered and certified in good standing with the respective local authorities that regulates this practice has been approved by the Board of the NPO.
12. To acquire property whether real, personal tangible or any other mixed by purchase, legacy, gift or bequest or in any other manner to borrow money, issue bonds or notes or other documents necessary or appropriate in carrying out the purposes set forth in this Article of Incorporation.
13. To rent, lease or purchase building(s) or any other properties which might be needed to the congregation and to improve and repair any existent building(s) or property when needed by the organization
14. To do all things necessary and suitable or convenient for the accomplishment of the purpose herein stated or attainment of any of the purposes herein stated, or incidental thereto or connected therewith or which shall at any time appear conducive or expedient for the promotion of its welfare consistent with section 501 (c) (3) of the Internal Revenue Code of 1986.

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

ARTICLE IV. MANNER OF APPOINTMENT OF DIRECTORS: Directors shall be appointed in the manner set forth by the bylaws. Directors may be removed and the vacancies shall be filled in the manner provided by the bylaws. The board of directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and the conditions upon which this compensation shall be paid. Any director may also serve the "organization" in any other capacity and receive compensation members as provided for in the Bylaws.

ARTICLES V. OFFICERS AND DIRECTORS

1. Name and Title: **Paola Camargo - President/Treasurer**
Address: 5328 Burning Tree Dr
Orlando, FL 32811 US
2. Name and Title: **Suelen de Souza – Vice President/Secretary**
Address: 203 Idyllwilde Dr
Sanford, FL 32771 US
3. Name and Title: **Alexander Matheus Diaz Pineiro -Director**
Address: 520 E Church St
Orlando, FL 32801 US

ARTICLE VI. REGISTERED AGENT NAME AND ADDRESS The street address of the initial registered office of the corporation is
5328 Burning Tree Dr
Orlando, FL 32811 US

The name of its initial registered agent at that address is: **Paola Camargo**

ARTICLE VII. INCORPORATOR The name and address of the incorporator is:
Name: Paola Camargo

5328 Burning Tree Dr
Orlando, FL 32811 US

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

ARTICLE VIII. MEMBERS

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws.

ARTICLE IX. EFFECTIVE DATE. The period of this corporation is perpetual, unless dissolved according to the law. Corporation existence shall commence upon the 27th day of March, 2026.

ARTICLES X. EARNINGS. No part of the net earnings of the organization (corporation) shall be inure of, or be distributable to its members, trustees, Officers, or other private

persons except that the organization (corporation) shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the organization (corporation) shall be carrying of the propaganda or otherwise attempting to influence legislation, and the organization (corporation) shall not participate in, or intervene in any political campaigns (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the 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.

ARTICLES XI. IN EVENT OF DISSOLUTION. Upon dissolution of the organization (Corporation), no parts of the organization (Corporation's) earnings or assets shall inure to the benefit of any of its members; the residual assets of the organization (Corporation) shall be distributed to one or more organizations which themselves are exempts as organization described in sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

ARTICLE XII. AMENDMENT. The organization (Corporation) reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE XIII. INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

Indemnification and Civil Liability Immunity. The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Chapter 617 and other similar laws.

ARTICLE XIV. ADDITIONAL PROVISSIONS.

1. 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.

ASSLA Foundation, Inc.
Amended and Restated Articles of Incorporation

2. 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
- (a) federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) "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.")

Certificate of Amendment

The restatement was adopted by the board of directors and does not contain any amendments requiring member approval. The amendments were adopted on (date): 03/27/2025,

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.

Dated: 03/27/2026

Signature: 

Name: Paola Camargo

Title: President

CUSTOMER'S RECEIPT



SEE BACK OF RECEIPT
FOR IMPORTANT MAIL
INFORMATION

NOT
NEGOTIABLE

To: FL Dept of State
Address: Amendment Section
Division of Corporations
P.O. Box 6327 Tallahassee FL 32314



KEEP
RECEIPT
YOURSELF

Serial Number
55054745083

Year Month Day
2026-06-12

Post Office
347610

Amount
\$35.00

25

POSTAL MONEY ORDER



Serial Number

Year Month Day
2026-06-12

Post Office
347610

U.S. Dollars and Cents

55054745083

\$35.00

Thirty Five Dollars and 00/100

Amount

Florida Department of State - Division of Corporations
P.O. Box 6327
Tallahassee FL 32314
ASSLA Found. Articles of Amendment

From: ASSLA Foundation Inc
Address: 9328 Downing Street
Orlando FL 32811



0000011931

55054745083

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Article I

General Provisions

Section 1.01 Registered Name. The name of the organization is **ASSLA Foundation, Inc.**, hereinafter referred to as the "Corporation".

Section 1.02 IRC Section 501(c)(3) Purposes

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

Section 1.03. Mission and Specific Purposes Statements

Mission Statement:

Our mission is to **promote a Culture of Peace and Non-Violence** through the preservation of culture, dissemination, and innovation of popular and traditional arts, as well as advancing education, social and sustainable community inclusion development.

We serve children, youth, and families—especially those in vulnerable or low-income conditions—by offering cultural, educational, and professional training opportunities that nurture creativity, citizenship, self-reliance and self-confidence among all communities.

Through volunteer engagement, intercultural dialogue, and strategic partnerships, we foster a network committed to the dignity of people and the transformation of communities through art and education

All activities of the Corporation shall be carried out exclusively for the public benefit and in furtherance of its exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Specific Purposes:

The Corporation's purpose is to unite and strengthen organizers of folklore and popular arts events serving **Latin-American** communities in the United States and abroad.

In order to fulfil its corporate purpose, The Corporation may carry out activities to promote and support the expansion of coverage and improve the quality of education, such as:

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1. To develop cultural, social, and educational activities directed at children, adolescents, and their families—especially those in need or of low income—through projects fostering personal and professional growth, citizenship, and income generation, including professional training aligned with local environments.
2. The activities mentioned above will be open to the public and, where possible, will be offered free of charge. Where financial resources, grants, sponsorships, or other sources of funding are unavailable or insufficient, the organization may impose reasonable program or participation fees strictly to recover costs and ensure the sustainability of the programs. All activities will be carried out in accordance with the internal regulations established for each project, including training workshops, conferences, seminars, social inclusion, courses in languages, dance, music, cooking and crafts, and other related cultural activities.
3. To promote social responsibility as a contribution to a fair, egalitarian, and engaged society based on the Culture of Peace and Non-Violence.
4. To develop and implement social, cultural, and educational programs that promote local community development, conducted in full compliance with applicable federal, state, county, and municipal laws and regulations, and land use regulations, health and safety standards
5. To record and disseminate images, music, and testimonies related to its area of activity.
6. To provide consulting services in the planning, assessment, and implementation of projects for public or private organizations in areas related to its statutory objectives.
7. To develop and manage the project “Center for Welcoming and Training Volunteers for a Culture of Peace.”
8. The Corporation will promote inclusive initiatives that support eligibility or collaboration with internationally recognized institutional frameworks, including UNESCO and ECOSOC, has special consultative status since 2017 ECOSOC -UN Economic and Social Council of the United Nations, either directly or through an affiliated parent organization established in Brazil, ABraSOFFA. These initiatives will strengthen institutional capacity, improve the quality of programs, and promote international cooperation in support of the Corporation's charitable mission within the United States. All of these efforts shall be conducted in full compliance with applicable U.S. laws and regulations and shall support integrated community development for the public benefit, including meaningful participation of the Latin-American communities
9. Other activities necessary or pertinent for the fulfillment of the main purpose.

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Section 1.04 Compliance with Exempt Purpose

The Corporation shall be operated exclusively to accomplish its charitable and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code. It shall remain a nonprofit and nonpartisan organization and comply with all applicable federal, state, and local laws. Detailed limitations on political, lobbying, and private benefit activities are set forth in **Article VIII** of these Bylaws.

Section 1.05 Fiscal Year

The fiscal year of The Corporation shall follow the calendar year unless otherwise determined by resolution of the Board of Directors.

Section 1.06 Dedication of Assets and Dissolution

The property of this corporation is irrevocably dedicated to charitable purposes. Upon dissolution, The Corporation shall dispose of its assets in accordance with the provisions set forth in **Article VIII, Section 8.3** of these Bylaws.

Section 1.07 Interpretation Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the Florida Corporations Not for Profit Law, Chapter 617, Florida Statutes, and other applicable law, shall govern the construction of these Bylaws. Without limiting the generality of these Bylaws, the masculine gender includes the feminine and neuter, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both a legal entity and a natural person.

: Article II

Members and Founders Assembly

The Organization shall have members. The Corporation shall have members, as described in section 2.01 and those admitted thereafter. The General Assembly shall be the highest governing body, empowered to approve strategic plans, budgets, elect and remove the Board of Directors, and decide on statutory reforms, dissolution, and other major matters.

Section 2.01 Categories of Members. Members of the Association may be natural persons residing and domiciled in the country and legal entities of public or private law, citizens from Latin American residing in Latin American or any other counties abroad.

Members shall be admitted to the Corporation through the U.S. Headquarters or through an authorized State Chapter or Affiliate; however, all members shall be deemed members

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of the Corporation and subject to its Articles of Incorporation, Bylaws, and governing authority.

Membership in the Corporation does not confer any ownership, equity, or proprietary interest in the Corporation or its assets.

Membership fees, subsidies, donations and/or aids received from such members shall support the Corporation's subsistence.

Members shall be divided into the following categories:

Founding Members – the originators and creators of the Association, who contribute to its maintenance.

Collaborating Members – individuals who join and contribute with their volunteer work to the development of the projects and may or may not contribute financially to the Association.

Honorary Members – individuals whose names are proposed and approved at the U.S. General Assembly for having worked for the growth and strengthening of the entity nationally or internationally.

Contributing Members – individuals or legal entities who, after submitting a membership form, have their admission approved by the U.S. Governing Committee and who contribute financially to the Association.

Membership categories are non-transferable. Any member has the right to participate and volunteer in all events promoted by the Association and to participate in associative decisions as provided by this Bylaw. Any member has the duty to comply with and enforce this Bylaw. Members not holding a management position shall not be jointly liable for any social obligations under this Bylaw and the Law.

Section 2.02 Contributions. With the exception of Honorary and Collaborating Members, admission as a Founding or Contributing Member implies a pecuniary contribution whose amount shall always be defined by the U.S. Governing Committee or the Board of Directors and ratified at the General Assembly.

Section 2.03 Collection of Contributions. The collection of membership contributions shall be administered by the **U.S. Governing Committee** or its duly authorized delegate, in accordance with the Corporation's membership records and applicable internal financial policies. All membership contributions shall be deposited into accounts held in the name of the Corporation and managed in accordance with generally accepted nonprofit accounting practices.

Membership contributions shall be used to support the Corporation's charitable and

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operational needs, which may include, but are not limited to:

- (a) administrative and organizational expenses necessary to support the operations of the Corporation's principal headquarters in the United States, including approved domestic or international coordination activities;
- (b) reasonable costs associated with convening meetings of the **U.S. General Assembly of Members** and other governance-related activities; and
- (c) programmatic activities, outreach, and the organization, support, and dissemination of cultural, educational, and community-based events carried out through authorized State Chapters or affiliates.

The allocation of membership contributions shall be determined by the Board of Directors or the U.S. Governing Committee in accordance with the Corporation's annual budget, financial policies, and fiduciary responsibilities, and shall at all times further the Corporation's exempt purposes and public benefit.

Section 2.04 Rights of members. The rights of members in general are:

1. Participate in the Corporation's activities.
2. To promote programs, projects and activities for the achievement of the Corporation's social purpose.
3. To be summoned to the ordinary and extraordinary meetings of the General Assembly.
4. To apply for those positions that are not prohibited by statute or law within the organization.
5. To be aware of the administrative, financial, legal and missionary management of the Corporation, in accordance with the procedure established in these statutes and internal regulations.
6. Propose amendments to the bylaws.

Section 2.05 Duties of members. Members must uphold the mission, protect the good name of the Corporation, attend meetings, act with ethics and loyalty, and safeguard the Corporation's assets.

The duties of the members in general are:

1. To ensure compliance with the objectives and purposes of the Corporation.
2. To ensure the good image and reputation of the Corporation.
3. To comply with and enforce the statutes and regulations of the Corporation.
4. Attend the ordinary and extraordinary meetings of the General Assembly.
5. To act in their relations with the entity and the community with ethics and loyalty.
6. To ensure the proper management of the Corporation's assets.
7. Any other duties granted by the legal, statutory and regulatory provisions.

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Section 2.06 Meetings, Quorum, and Voting The U.S. General Assembly of Members shall be duly constituted when a quorum is present, which shall consist of a majority of the members in good standing entitled to vote.

The frequency of all meetings of members, the time and manner of notice of such meetings, the conduct and adjournment of such meetings shall be determined by or in accordance with the articles of incorporation or the bylaws, The place and time of all meeting may be determined by the board of directors.

Only members in good standing with the Treasury may participate in the Ordinary, Extraordinary and General Assembly of the Corporation (United States), upon proof of compliance.

Founding, Collaborating and Contributing Members have voting rights at Ordinary and Extraordinary General Assemblies.

All members may participate in the “**General Assembly of the Corporation (United States)**” regardless of category; however, only Founding Members, Members of the Central Governing Committee and State Delegates shall have the right to vote.

Honorary Members are an honorary category, are exempt from contribution and do not have voting rights at General Assemblies.

Unless otherwise provided by law or these Bylaws:

- (a) Ordinary resolutions shall be adopted by a simple majority (50% + 1) of the certified voting members present;
- (b) Amendments to the Articles of Incorporation, Bylaws, or decisions on dissolution, merger, or alienation of assets shall require a qualified majority of two-thirds (2/3) of the voting members present.

Definition of Qualified Majority- A “qualified majority” shall mean two-thirds (2/3) of the votes cast by members entitled to vote, whether in person or by authorized proxy, in accordance with **Chapter 617, Florida Statutes, and Robert’s Rules of Order.**

U.S. General Assembly of Members-The U.S. General Assembly of Members constitutes the highest membership governing body of the Corporation incorporated in the State of Florida and shall not be construed as an international or foreign governing body.

Section 2.07 Accepting New Members. Admission of a proposed member must be presented by the State Committee to which it is linked and approved by the U.S. Governing Committee or its duly authorized delegate. No discrimination of race, color, gender, belief, nationality, profession and/or political affiliation is allowed for admission

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or any other acts. Debate or discussion on these matters among members is absolutely prohibited.

Section 2.08 Grounds for withdrawal. The member of the Corporation will be withdrawn when requested, or in accordance with the provisions of these statutes and regulations of the entity, as grounds for sanction in accordance with the provisions of the following article and for the other reasons indicated by the legal, regulatory and statutory provisions.

Section 2.09 Prohibitions and sanctions. It is forbidden for members of the Corporation to:

1. Discriminating, acting as a member of the Corporation, against other members or other persons on the basis of political or religious belief, sex, race, nationality or geographical origin, class or economic ability, or condition.
2. Using the name and other assets of the Corporation for purposes other than its purpose, for one's own private benefit or that of a third party.

Members who fail to comply with these statutes will be subject to the following sanctions:

1. Pecuniary penalties
2. Suspension of rights as a member.
3. Exclusion from the Corporation.

The sanctions will be imposed by the **U.S General Assemblies** in accordance with the internal regulations of the entity, guaranteeing due process, right to defense and contradiction that the parties have, in accordance with the provisions of the internal regulations.

Section 2.10 Termination, Expulsion and Suspensions

1. A member of a contributing members may not be expelled or suspended, and a membership in the contributing membership may not be terminated or suspended, except pursuant to a procedure that is fair and reasonable and is carried out in good faith.
2. Any written notice given by mail must be delivered by certified mail or first-class mail to the last address of the member shown on the records of the corporation.
3. Any proceeding challenging an expulsion, suspension, or termination, including a proceeding in which the defective notice is alleged, must be commenced within 1 year after the effective date of the expulsion, suspension, or termination.
4. A member who has been expelled or suspended may be liable to the corporation for dues, assessments, or fees as a result of obligations incurred or commitments made before expulsion or suspension.

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Article II-A
Chapters, State Committees, and Affiliates

Section 2A.01 – Principal Headquarters and Governing Authority

The Corporation is incorporated in the State of Florida and shall maintain its principal headquarters in Florida, which shall serve as the central governing authority for mission, governance, compliance, financial oversight, branding, and institutional representation within the United States and internationally.

Section 2A.02 – Establishment of State Chapters (United States)

The Corporation may establish state chapters, satellite offices, or branches in other states of the United States (“State Chapters”) to carry out its charitable mission at the local and regional level. State Chapters may operate with limited administrative and programmatic autonomy, subject at all times to the Corporation’s Articles of Incorporation, Bylaws, policies, and oversight of the Florida headquarters.

Section 2A.03 – Legal Status of State Chapters

State Chapters may operate as:

- (a) unincorporated units of the Corporation; or
- (b) separately incorporated nonprofit entities under the laws of their respective states, only upon prior written authorization of the Board of Directors and execution of a formal

Affiliation Agreement.

In all cases, State Chapters shall remain mission-aligned and shall not act independently of the Corporation’s governing authority.

Section 2A.04 – State Committees and Representatives

Each State Chapter may establish a State Committee, Regional Assembly, or State Representative structure to coordinate local activities, membership engagement, and program implementation. Such bodies shall have no authority to alter the Corporation’s mission, bylaws, policies, or financial controls, and shall report periodically to the Florida headquarters as required by the Board.

Section 2A.05 – International Chapters and Affiliates

The Corporation may establish or recognize international chapters or affiliated organizations, including in regions with a significant Latin-American community presence, such as Europe, Asia, and other regions. International chapters or affiliates shall

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operate pursuant to a written Affiliation Agreement, comply with applicable local laws, and remain aligned with the Corporation's mission, ethical standards, and governance framework.

Section 2A.06 – Relationship with the Parent Organization in Brazil

The Corporation may maintain a cooperative and affiliative relationship with its parent or originating organization in Brazil, for purposes of cultural exchange, institutional cooperation, and mission advancement. Such relationship shall be governed by a written Affiliation Agreement and shall not supersede or conflict with the Corporation's obligations under United States law, including Section 501(c)(3) of the Internal Revenue Code and Chapter 617, Florida Statutes.

Section 2A.07 – Central Oversight and Uniform Standards

All State Chapters and Affiliates, whether domestic or international, shall adhere to uniform standards regarding mission integrity, governance, financial accountability, reporting, branding, and public representation, as established by the Board of Directors, ensuring a cohesive, replicable, and compliant organizational model.

Article III Governance

Board of Directors

Section 3.01 Number

The organization shall have at least three (3) directors and collectively they shall be known as the board of directors.

Section 3.02 Qualifications

Directors shall be of the age of majority in this state.

Section 3.03 Powers

The activities and affairs of this organization shall be conducted and all corporate powers shall be exercised by or under the direction of the board of directors.

Section 3.04 Duties

It shall be the duty of the directors to:

- a. Perform any and all duties imposed on them collectively or individually by federal, state and local law, when applicable by international laws, by the articles of incorporation, or by these bylaws;

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- b. Appoint and remove, employ and discharge, and, except as otherwise provided in these bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents, and employees of the organization;
- c. Supervise all officers, agents, and employees of the organization to assure that their duties are performed properly;
- d. Meet at such times and places as required by these bylaws;
- e. Register their addresses with the secretary of the organization, and notices of meetings emailed, mailed or telegraphed to them at such addresses shall be valid notices thereof.

Section 3.04-1 Board Fiduciary Duties & Oversight

Board Fiduciary Duties

The Board of Directors shall exercise the duties of care, loyalty, and obedience in fulfillment of the Foundation's charitable mission. Directors shall act in good faith, with the care an ordinarily prudent person would exercise, and in the best interests of the organization, ensuring compliance with applicable federal and state laws, including Internal Revenue Code §501(c)(3) and Florida Statutes Chapter 617.

The Board retains ultimate responsibility for strategic direction, financial oversight, executive accountability, and protection of charitable assets. Operational management may be delegated to officers or staff but shall remain subject to Board supervision.

Directors and Officers can receive projects related stipends or allowance when they work in some projects.

In addition to the overall responsibility and liability for the organization, the directors as the governing body have three legal responsibilities:

- Duty of Care.
- Duty of Loyalty.
- Duty of Obedience.

Duty of Care, requires that the board of directors:

- Conduct the organization affairs.
- Make reasonable and sound judgements on behalf of the organization.

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- Active preparation and participation in board meetings.

Duty of Loyalty, require that the board of directors:

- Act with loyalty in all dealings with the organization.
- Put the organization's needs above its own.
- Never use the organization information for personal gain.
- Comply with conflict-of-interest policy.

Duty of Obedience, requires that the board of directors:

- Be faithful to the organization mission.
- Never take action inconsistent with the organization's mission.
- Ensure compliance with law and regulations.

Section 3.05 Board Independence

A majority of the Board of Directors shall be **independent**, meaning they are not compensated by the Foundation and do not have a material financial interest in any transaction with the organization.

No more than **35%** of Directors may be related by blood, marriage, or business relationship. The Board shall annually review independence status as part of its governance review.

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Section 3.06 Term of Office

Each director shall hold office for a maximum of two periods of two (2) years each and until his or her successor is appointed.

Section 3.07. Compensation

Directors shall serve without compensation. However, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties. Any payments to directors shall be approved in advance in accordance with this organization's conflict of interest policy, as set forth in Article IX of this bylaw.

When directors or officers work on any project they are allowed for any reasonable compensation when approved by majority of board members not related to the project. The board member related to the project will be recused from voting.

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Section 3.08. Place of Meetings

Meetings shall be held at the principal office of the organization unless otherwise provided by the board or at such other place as may be designated from time to time by resolution of the board of directors.

Section 3.09. Regular Meetings

Regular meetings of the board of directors shall be held at least once in a year. The board of directors shall decide the date, time and venue from time to time. One meeting every five years shall be designated to elect the new board of directors. Voting for the election shall be by written ballot. Each director shall cast one vote per candidate, and may vote for as many candidates as the number of candidates to be elected to the board. The candidates receiving the highest number of votes up to the number of directors to be elected shall be eligible to serve on the board.

Section 3.10. Special Meetings

Special meetings of the board of directors may be called by the chairperson of the board, the president, the vice president, the secretary, by any two directors, or, if different, by the persons specifically authorized under the laws of this state to call special meetings of the board. Such meetings shall be held at the principal office of the organization or, if different, at the place designated by the person or persons calling the special meeting.

Section 3.11. Meetings by Remote Communication Technology

Subject to the notice provision aforementioned in this Articles, the directors may also hold meetings by means of a remote electronic communication system, including video or telephone conferencing technology or the internet, or any combination, only if each person is entitled to participate in the meeting consents to the meeting held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant.

Section 3.12 Notice of Meetings

Unless otherwise provided by the articles of incorporation, these bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings of the board of directors:

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- a. Regular Meetings.** No notice need be given of any regular meeting of the board of directors.
- b. Special Meetings.** At least one-week prior notice shall be given by the secretary of the organization to each director of each special meeting of the board. Such notice may be oral or written, may be emailed, given personally, by first class mail, by telephone or by facsimile machine, and shall state the place, date, and time of the meeting and the matters proposed to be acted upon at the meeting. In the case of facsimile notification, the director to be contacted shall acknowledge personal receipt of the facsimile notice by a return message or telephone call within twenty-four hours of the first facsimile transmission.
- c. Waiver of Notice.** Whenever any notice of a meeting is required to be given to any director of this organization under provisions of the articles of incorporation, these bylaws, or the law of this state, a waiver of notice in writing signed by the director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

Section 3.13 Quorum for Meetings

A quorum of the Board of Directors shall consist of a majority of the directors then in office.

Except as otherwise provided under the articles of incorporation, these bylaws, or provisions of law, no business shall be considered by the board at any meeting at which the required quorum is not present, and the only motion which the chair shall entertain at such meeting is a motion to adjourn.

Section 3.14 Board Actions Procedures.

Unless a greater percentage or different voting rule is required by the Articles of Incorporation, these Bylaws, or applicable law, the affirmative vote of a majority of the directors present at a properly called meeting at which a quorum is present shall constitute the act of the Board of Directors. The incorporator or founder may retain advisory or limited reserved powers as permitted by law; however, ultimate fiduciary authority and decision-making power shall at all times remain vested exclusively in the Board of Directors.

Section 3.15 Conduct of Meetings

Meetings of the board of directors shall be presided over by the chairperson of the board, or, if no such person has been so designated, or in his or her absence, the president of the organization, or in his or her absence, by the vice president of the organization, or in the

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absence of each of these persons, by a chairperson chosen by a majority of the directors present at the meeting. The secretary of the organization shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as secretary of the meeting.

Meetings shall be governed by Robert's Rules of Order, insofar as such rules are not inconsistent with or in conflict with the articles of incorporation, these bylaws, or with provisions of law.

Section 3.16 Vacancies

Vacancies on the board of directors shall exist (1) on the death, resignation, or removal of any director, and (2) whenever the number of authorized directors is increased.

Any director may resign effective upon giving written notice to the chairperson of the board, the president, the secretary, or the board of directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the organization would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the office of the attorney general or other appropriate agency of this state.

Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of this state.

Unless otherwise prohibited by the articles of incorporation, these bylaws, or provisions of law, vacancies on the board may be filled by approval of the board of directors. If the number of directors, then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the board shall hold office until the next election of the board of directors or until his or her death, resignation, or removal from office.

Section 3.17 Non liability of Directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the organization.

Section 3.18 Indemnification by Organization of Directors and Officers

The directors and officers of the organization shall be indemnified by the organization to the fullest extent allowed under the law, including but not limited to Florida Statutes Chapter 617. It is intended that directors and officers are immune from civil liability to the extent provided under Florida Chapter 617 and other similar laws.

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Section 3.19 Insurance for Corporate Agents

Except as may be otherwise provided under provisions of law, the board of directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the organization (including a director, officer, employee, or other agent of the organization) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the organization would have the power to indemnify the agent against such liability under the articles of incorporation, these bylaws, or provisions of law.

Article IV

Officers

Section 4.1 Designation of Officers

The officers of the organization shall be a president, a secretary, and a treasurer. The organization may also have a chairperson of the board, one or more vice presidents, assistant secretaries, assistant treasurers, and other such officers with such titles as may be determined from time to time by the board of directors.

Section 4.2 Qualifications

Any person may serve as officer of this organization.

Section 4.3 Election and Term of Office

Officers shall be elected by the board of directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Section 4.4 Removal and Resignation

Any officer may be removed, either with or without cause, by the board of directors, at any time. Any officer may resign at any time by giving written notice to the board of directors or to the president or secretary of the organization. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the board of directors relating to the employment of any officer of the organization.

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Section 4.5 Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the board of directors. In the event of a vacancy in any office other than that of president, such vacancy may be filled temporarily by appointment by the president until such time as the board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

Section 4.6 Duties of the President

The president shall be the chief executive officer of the organization and shall, subject to the control of the board of directors, supervise and control the affairs of the organization and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be prescribed from time to time by the board of directors. Unless another person is specifically appointed as chairperson of the board of directors, the president shall preside at all meetings of the board of directors. Except as otherwise expressly provided by law, by the articles of incorporation, or by these bylaws, he or she shall, in the name of the organization, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the board of directors.

Section 4.7 Duties of the Vice President

In the absence of the president, or in the event of his or her inability or refusal to act, the vice president shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions on, the president. The vice president shall have other powers and perform such other duties as may be prescribed by law, by the articles of incorporation, or by these bylaws, or as may be prescribed by the board of directors.

Section 4.8 Duties of the Secretary

The secretary shall:

Certify and keep at the principal office of the organization the original, or a copy, of these bylaws as amended or otherwise altered to date.

Keep at the principal office of the organization or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors, recording therein the time and place of holding, whether regular

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or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

Ensure that the minutes of meetings of the organization, any written consents approving action taken without a meeting, and any supporting documents pertaining to meetings, minutes, and consents shall be contemporaneously recorded in the corporate records of this organization. "Contemporaneously" in this context means that the minutes, consents, and supporting documents shall be recorded in the records of this organization by the later of (1) the next meeting of the board, committee, or other body for which the minutes, consents, or supporting documents are being recorded, or (2) sixty (60) days after the date of the meeting or written consent.

See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.

Be custodian of the records and of the seal of the organization and affix the seal, as authorized by law or the provisions of these bylaws, to duly executed documents of the organization.

Exhibit at all reasonable times to any director of the organization, or to his or her agent or attorney, on request thereof, the bylaws and the minutes of the proceedings of the directors of the organization.

In general, perform all duties incident to the office of secretary and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

Section 4.9 Duties of the Treasurer

The treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the organization, and deposit all such funds in the name of the organization in such banks, trust companies, or other depositories as shall be selected by the board of directors.

Receive, and give receipt for, monies due and payable to the organization from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the organization as may be directed by the board of directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the organization's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the organization, or to his or her agent or attorney, on request thereof.

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Render to the president and directors, whenever requested, an account of any or all of his or her transactions as treasurer and of the financial condition of the organization.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of treasurer and such other duties as may be required by law, by the articles of incorporation of the organization, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

Section 4.10 Compensation

The salaries of the officers, if any, shall be fixed from time to time by resolution of the board of directors. In all cases, any salaries received by officers of this organization shall be reasonable and given in return for services actually rendered to or for the organization. All officer salaries shall be approved in advance in accordance with this organization's conflict of interest policy, as set forth in Article IX of these bylaws.

Article V

Organizational Committees

The board of directors, by resolution adopted by a majority of the full board of directors, may designate from among its members an executive committee and one or more other committees each of which, to the extent provided in such resolution or in the articles of incorporation or the bylaws of the corporation, shall have and may exercise all the authority of the board of directors, except that no such committee shall have the authority to:

- (a) Approve or recommend to members actions or proposals required by this act to be approved by members.
- (b) Fill vacancies on the board of directors or any committee thereof.
- (c) Adopt, amend, or repeal the bylaws.

Section 5.1 Advisory Committee

There shall be an Advisory Council made up of no less than three (3) persons and no more than five (5). The advisory committee shall be made up of individuals nominated by the Chair or President of the organization and confirmed by at least four (4) of the five (5) members of the board of directors. If all five (5) members are present, confirmation shall be made by consensus.

Section 5.2 Executive Committee

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An executive committee is sometimes made up of officers and committee. The executive committee usually acts as a steering committee that prioritizes the agenda of the board meetings. Executive committee members also sometimes manage urgent matters between board meetings.

Section 5.3 Fundraising Committee

The primary duty of nonprofit organizations is to serve the public. Fundraising is one of their main activities, so most nonprofit organizations have fundraising committees that oversee efforts for fundraising events, securing grants and thanking donors.

Section 5.4 Fiscal Council

The finance committee is responsible for making sure financial reports are accurate. They also oversee the organization's budget and perform other duties like establishing reserve funds, lines of credit and investments.

Section 5.5 Governance and Nominating Committee

The governance and nominating committees establish priorities for board composition, plan for board director recruitment and succession, oversee board development and take the lead in performing board evaluations.

Section 5.6 Communication Committee

A communications committee handles all matters that relate to communicating with donors, stakeholders and others. This committee oversees newsletters, official communications, social media platforms, online presence and contact with the media.

Section 5.7 Audit Committee

The audit committee oversees the organization's finances and is responsible for internal controls like performing the annual audit. Smaller nonprofits sometimes combine the audit committee and the finance committee.

Section 5.8 Terms of Members from Committees

Members from any committee may serve for two terms of two years max.

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Article VI

Financial Governance

The Treasurer and or President should appoint an independent qualified internal auditor **when receipts are less than \$750K. The appointed** independent auditor shall perform audit procedures and evaluate internal controls and report the results directly to the finance committee when available or in its absence to the board of directors. This Internal audit of all financial records shall be made after the close of the calendar year, prior to the end of February.

When receipts exceed \$750K, the organization will constitute an audit committee to evaluate external independent qualified Certified Public Accountants firms to conduct an annual audit of the organization in accordance with generally accepted auditing standards (GAAS). The recommended procedures performed by the CPA as part of an Agreed Upon Procedures (AUP) engagement, would expect to communicate any internal deficiencies that are identified during the audit. This external audit report should be available to the Board of Directors no later than 90 days after the closing of the calendar or fiscal year.

Execution of Instruments, Deposits, and Funds

Section 6.1 Execution of Instruments

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the organization to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the organization by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 6.2 Checks and Notes

Except as otherwise specifically determined by resolution of the board of directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the organization shall be signed by the treasurer and countersigned by the president of the organization.

Section 6.3 Deposits

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All funds of the organization shall be deposited from time to time to the credit of the organization in such banks, trust companies, or other depositories as the board of directors may select.

Article VII
Corporate Records, Reports, and Seal

Section 7.1 Maintenance of Corporate Records

The organization shall keep at its principal office:

- a. A copy of the organization's articles of incorporation and bylaws as amended to date;
- b. Minutes of all meetings of directors and committees of the board, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- c. Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Section 7.2 Corporate Seal

The board of directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principal office of the organization. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

Section 7.3 Directors' Inspection Rights

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the organization, and shall have such other rights to inspect the books, records, and properties of this organization as may be required under the articles of incorporation, other provisions of these bylaws, and provisions of law.

Section 7.4 Right to Copy and Make Extracts

Any inspection under the provisions of this article may be made in person or by agent or attorney and the right to inspection shall include the right to copy and make extracts.

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Section 7.5 Periodic Report

The board shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state to be so prepared and delivered within the time limits set by law.

Article VIII

IRC 501(c)(3) Tax Exemption Provisions

Section 8.1 Limitations on Activities

No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this organization 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, unless otherwise approved by legislation.

Notwithstanding any other provisions of these bylaws, this organization shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 8.2 Prohibition Against Private Inurement

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its directors or trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this organization.

Section 8.3 Distribution of Assets

Upon the dissolution of this organization, its assets remaining after payment, or provision for payment, of all debts and liabilities of this organization, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

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Section 8.4 Private Foundation Requirements and Restrictions

In any taxable year in which this organization is a private foundation as described in Section 509(a) of the Internal Revenue Code, the organization 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in

Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the organization to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE IX

Representations and Affiliations

Section 9.1 Representations

The Corporation may designate, appoint, or recognize representatives, coordinators, or liaisons, whether domestic or international, for the limited purpose of advancing its charitable, cultural, and educational mission, subject to the approval and oversight of the Board of Directors.

Any such representatives shall act solely within the scope of authority expressly granted by the Corporation and shall not be deemed legal agents of the Corporation, nor shall they have authority to bind the Corporation contractually or represent the Corporation before governmental or international bodies, unless expressly authorized in writing by the Board of Directors.

The appointment of representatives shall not create automatic membership, affiliation, or reciprocal representation with any external organization, nor shall it imply endorsement, control, or legal representation of any third party by the Corporation or vice versa.

Section 9.2 Affiliations

As a newly established organization in the United States, the Corporation may seek to develop cooperative relationships or pursue eligibility for affiliation with international cultural and folkloric organizations, including the International Council of Organizations of Folklore Festivals and Folk Arts (CIOFF), a non-governmental and non-profit organization headquartered in France that maintains official operational relations with UNESCO, subject to compliance with applicable laws and organizational requirements.

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Such affiliations do not create legal agency, control, or fiduciary obligations, nor do they affect the Corporation's independent governance under U.S. law.

Article X

Conflict of Interest, Code of Ethics, Whistleblower and Compensation Approval Policies

Section 10.1 Purpose of Conflict-of-Interest Policy

The purpose of this conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 10.2. Definitions

- a. Interested Person.** Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.
- b. Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - 1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
 - 2. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement; or
 - 3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.

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Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 10.3. Conflict of Interest Avoidance Procedures

- A. Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- B. Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- C. Procedures for Addressing the Conflict of Interest.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

- D. Violations of the Conflicts of Interest Policy.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

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If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 10.4 Records of Board and Board Committee Proceedings

The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 10.5 Code of Ethics

ASSLA Foundation, Inc. is committed to ethical conduct, transparency, and accountability in all activities. Directors, officers, employees, volunteers, and agents shall act with honesty, integrity, fairness, and respect in all dealings on behalf of the Foundation.

No individual shall use their position for personal gain or engage in conduct that could damage public trust in the organization

Section 10.6 Whistleblower & Non-Retaliation

The Foundation encourages directors, officers, employees, and volunteers to report suspected illegal, unethical, or improper conduct without fear of retaliation.

No individual who in good faith reports a concern shall suffer harassment, retaliation, or adverse employment or volunteer consequences. Reports may be made confidentially to the Board Chair, Treasurer, or an independent designee.

Section 10.7 Compensation Approval Policies

A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

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A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

When approving compensation for directors, officers and employees, contractors, and any other compensation contract or arrangement, in addition to complying with the conflict-of-interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- a. The terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation;
- b. All members of the board or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):
 1. is not the person who is the subject of the compensation arrangement, or a family member of such person;
 2. is not in an employment relationship subject to the direction or control of the person who is the subject of the compensation arrangement;
 3. does not receive compensation or other payments subject to approval by the person who is the subject of the compensation arrangement;
 4. has no material financial interest affected by the compensation arrangement; and
 5. does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.
- c. The board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:

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1. compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size, purpose, and with similar resources;
2. the availability of similar services in the geographic area of this organization;
3. current compensation surveys compiled by independent firms;
4. actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement;

The Board shall ensure that compensation paid to officers, directors, or key employees is reasonable and consistent with fair market value.

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.

Decisions shall be based on appropriate comparability data, documented contemporaneously in meeting minutes, and approved by directors without a conflict of interest, in compliance with IRC §4958.

- d. The terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:
 1. the terms of the compensation arrangement and the date it was approved;
 2. the members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member;
 3. the comparability data obtained and relied upon and how the data was obtained;
 4. If the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the board or committee shall record in the minutes of the meeting the basis for its determination;

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5. If the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting;
6. any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement);
7. The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.

Section 10.8. Annual Statements

Each director, principal officer, and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. has received a copy of the conflicts of interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. understands the organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 10.9. Periodic Reviews

To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

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- a Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- b Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

Section 10.10. Use of Outside Experts

When conducting the periodic reviews as provided for in Section 9.7, the organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Section 10.11 Public Disclosure and Transparency

The Foundation shall make its governing documents, IRS Form 990, financial statements, and key policies available to the public upon request or through its website, except where confidentiality or privacy laws apply.

Article XI

Amendment of Bylaws

These Bylaws may be altered, amended, or repealed by the Board of Directors, subject to any approval rights of the U.S. General Assembly of Members as required by law or these Bylaws.

Section 11.1 Change of Address

The designation of the county or state of the corporation's principal office may be changed by amendment of these bylaws. The board of directors may change the principal office from one location to another by noting the changed address and effective date below, and such changes of address shall not be deemed, nor require, an amendment of these bylaws:

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New Address: _____

Dated _____, 20____

Section 11.2 Other Offices

The corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the board of directors may, from time to time, designate.

Article XII
Construction and Terms

If there is any conflict between the provisions of these bylaws and the articles of incorporation of this organization, the provisions of the articles of incorporation shall govern.

Should any of the provisions or portions of these bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these bylaws shall be unaffected by such holding.

All references in these bylaws to the articles of incorporation shall be to the articles of incorporation, articles of organization, certificate of incorporation, organizational charter, corporate charter, or other founding document of this organization filed with an office of this state and used to establish the legal existence of this organization.

All references in these bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

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ADOPTION OF BYLAWS

I, the undersigned, certify that I am the presently elected and acting secretary of ASSIA Foundation, Inc. and the above bylaws, consisting of thirty-two pages, were adopted at a meeting of the board of directors held on _____.



-President

-Secretary

- Acting Treasurer/Director

Date



WILTON BRIDSON
COMMISSIONER

Florida Department of Agriculture and Consumer Services
Division of Consumer Services

**SOLICITATION OF CONTRIBUTIONS SMALL CHARITABLE
ORGANIZATIONS/SPONSORS APPLICATION**

Solicitation of Contributions Act
Chapter 496, Florida Statutes
Rule 5J-7.004, Florida Administrative Code

1-800-HELP-FLA (435-7352) • (850) 410-3800

Return completed application
to:
charities@FDACS.gov
or
FDACS
Solicitation of Contributions
2005 Apalachee Parkway
Tallahassee, FL 32399-6500

IMPORTANT: This form is only permitted for use by organizations/sponsors that have less than \$50,000 in total revenue (including contributions); have no paid volunteers, officers or members; and do not utilize a professional fundraising consultant, solicitor or commercial co-venturer. If the organization does not meet all of above criteria, the Solicitation of Contributions Registration Application (FDACS-10100) must be submitted. The form is accessible online at www.FDACS.gov. Online registration is also available for your convenience. All documents and attachments submitted with this application may be subject to public review pursuant to chapter 119, Florida Statutes (F.S.).

Select one: ☒ New Application ☐ Renewal CH# _____ DTN# _____ (listed on the renewal application)

TO APPLY fill out this form completely (PRINT OR TYPE) and return it with all attachments.

Legal Name of Organization: ASSLA Foundation, Inc	Fictitious Name/Other Name Soliciting As:
Physical Address: 5328 Burning Tree Dr	Mailing Address (if different): 5328 Burning Tree Dr
City, State, Zip, County: Orlando, FL 32811	City, State, Zip, County: Orlando, FL 32811
Telephone: (407) 683-3663	Website:

Email Address (required):
Helena.abrasoff@gmail.com

1. Select One: ☒ Corporation ☐ LLC ☐ Partnership ☐ Sole Proprietorship	Date legally established: 03/27/2026	State: FL
2. Federal Employer ID Number: 42-2296656	3. Month/Day fiscal year ends: Dec / 31	

4. Has the organization been granted tax exempt status by the Internal Revenue Service?

☐ Yes 501(c) _____ ☐ No ☒ Pending

5. Select the financial statement you are filing for the immediately preceding fiscal year: (must be attached)

☐ IRS form 990 and all attached schedules ☐ 990-EZ and Schedule O ☒ Budget (new organizations only)
☐ FDACS-10122 Solicitation of Contributions Annual Financial Reporting Form (available online at www.FDACS.gov)

6. Charitable purpose for which the charitable organization is organized? (Briefly and concisely explain the purpose for which your organization was created, i.e., the organization's mission. It is best to summarize this information in your own words.) [s. 496.406(2)(a), F.S.]

To promote a Culture of Peace and Non-Violence through the preservation of culture, dissemination, and innovation of popular and traditional arts, as well as advancing education social and sustainable community inclusion development.

7. What is the purpose for which the contributions to be solicited will be used? (Please attach additional pages if necessary.) [s. 496.406(2)(a), F.S.]

To develop and promote cultural, social, and educational programs aimed at children, and underserved families, including the creation and dissemination of multimedia content such as images, music, conferences, and seminars.

List all names, addresses, and telephone numbers of the individuals or officers who have responsibility for the final distribution of contributions. Exemptions from public records apply to certain individuals. For a complete list of exemptions, see Chapter 119, § 11. If you qualify for one of these exemptions, please list the organization's address and phone number in lieu of your address and phone number.

Note: A charitable organization or sponsor is an officer, director, trustee, or incorporator. It must not knowingly allow an officer, director, trustee, or employee of the charitable organization or sponsor to solicit contributions or conduct fundraising activities in exchange for each officer, director, trustee, or employee's fee, in any state. Registration of solicitation fees, provided all or less than \$50,000 in total revenue, is not required for any person compensated within the last 10 years as a result of having previously been convicted of or been found guilty of or pled guilty or not responsible for any felony within the last 10 years or any crime within the last 10 years, including fraud, theft, bribery, embezzlement, dependent corporation misappropriation, or perjury, or any crime arising from the receipt of a contribution to a charitable organization or sponsor, or have been employed in any state from violating any law relating to a charitable solicitation. The aforementioned provisions also apply to a misfeasance in another state which constitutes a disqualifying felony in this state. If you answered YES to the criminal history question, you must provide a copy of the court disposition and submit an explanation of the charge for review. (Attach additional sheets as necessary using the same format.)

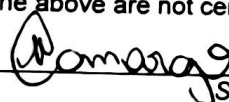
Name: Paola Camargo Title: President Street Address: 5328 Burning Tree Dr City: State: Zip: Orlando FL 32811 Telephone Number:	Name: Souelen de Souza Title: Vice President Street Address: 203 Idyllwilde Dr City: State: Zip: Sanford, FL 32771 Telephone Number:
Compensated? ☐ Yes ☒ No Criminal History? ☐ Yes ☒ No	Compensated? ☐ Yes ☒ No Criminal History? ☐ Yes ☒ No
Name: Alexander Matheus Diaz Pineiro Title: Director Street Address: 520 E Church St City: State: Zip: Orlando FL 32801 Telephone Number:	Name: Title: Street Address: City: State: Zip: Telephone Number:
Compensated? ☐ Yes ☒ No Criminal History? ☐ Yes ☒ No	Compensated? ☐ Yes ☒ No Criminal History? ☐ Yes ☒ No

CERTIFICATION

I certify the following: (Please check all that apply)

- ☒ I certify that I am authorized to complete this application and the information provided is true and accurate.
- ☒ I certify that the above-named charitable organization or sponsor received less than \$50,000 in total revenue (including contributions).
- ☒ I certify that the fundraising activities of the above-named charitable organization or sponsor are carried on by volunteers, members, or officers who are not compensated and no part of the assets or income of the organization or sponsor inures to the benefit of or is paid to any officer or member of the above-named charitable organization or sponsor.
- ☒ I certify that the above-named charitable organization or sponsor does not utilize a professional fundraising consultant, professional solicitor, or commercial co-venturer.

If all of the above are not certified, FDACS-10100, Solicitation of Contributions Registration Application, Rev. 11/21 must be completed.


Signature

President

Title

(407) 683-3663

Telephone Number

Paola Camargo

Printed Name

03/27/2026

Date

helenaabrasoffa@gmail.com

Email Address



NICOLE "NIKI" FRIED
COMMISSIONER

Florida Department of Agriculture and Consumer Services
Division of Consumer Services

**SOLICITATION OF CONTRIBUTIONS
ANNUAL FINANCIAL REPORTING FORM**

Chapter 499, Florida Statutes
Rule 12.7.004, Florida Administrative Code
1-800-Help-FLA (435-7352) • (850) 410-5800

Direct completed form to:
charities@FDACS.gov
or
FDACS
Solicitation of Contributions
201A Apalachee Pkwy
Tallahassee, FL 32399-6500

ASSLA Foundation, Inc

Organization Name

CIN

(Registration #)

DTN

*(as listed on the preprinted
annual application)*

5328 Burning Tree Dr

Orlando

FL

32811

Organization Physical Address

City

State

Zip

FISCAL YEAR ENDING 12/31/2026

☒ Yes ☐ No Is this a proposed budget? (newly formed organizations only)

☐ Yes ☒ No Is this a consolidated financial statement for chapters, branches and affiliates?

REVENUE

- | | |
|--|---------------------|
| 1. Federated campaigns: | 1. _____ |
| 2. All Fundraising events: | 2. _____ |
| 3. Related Organizations: | 3. _____ |
| 4. Government Grants: | 4. _____ |
| 5. All other contributions, gifts, grants & similar amounts: | 5. <u>10,000.00</u> |
| 6. In-kind contributions (non-cash contributions): | 6. _____ |
| 7. Program service revenue: | 7. _____ |
| 8. Income from gaming activities: | 8. _____ |
| 9. Sales of inventory revenue: | 9. _____ |
| 10. Misc./Other revenue | 10. _____ |
| 11. Membership Dues and assessments | 11. _____ |
| 12. TOTAL REVENUE | 12. _____ |

EXPENSES

- | | |
|--|---------------------|
| 1. Program services (including payments to affiliates) | 1. <u>8,500.00</u> |
| 2. Management and general | 2. <u>500.00</u> |
| 3. Fundraising | 3. <u>1,000.00</u> |
| 4. TOTAL EXPENSES (add lines 1 through 3) | 4. <u>10,000.00</u> |

Statement of Functional Expenses for

CM

(Organization Name)

(Fiscal Year)

ITEMS	(A) Program Services	(B) Management & General	(C) Fundraising	TOTAL for A, B, C
Grants & allocations (cash non cash)				
Attach schedule				
Assistance to individuals	8,500.00			8,500.00
Benefits to or for members				
Compensation to officers, etc.				
Other salaries, wages, etc.				
Fees for service non employees				
Other benefits, pensions, etc.				
Payroll taxes				
Professional fundraising fees				
Investment management fees				
Accounting fees				
Management		200.00		200.00
Legal fees				
Lobbying				
Office supplies		200.00		200.00
Telephone				
Postage & shipping		100.00		100.00
Equipment rental				
Occupancy				
Printing				
Travel				
Conferences & meetings				
Interest				
Insurance				
Advertising & promotions			1,000.00	1,000.00
Information technology				
Royalties				
Payments to affiliates				
Depreciation, depletion & amortization				
Other (List Item)				
Other (List Item)				
Other (List Item)				
TOTAL EXPENSES	(A) 8,500.00	(B) 500.00	(C) 1,000.00	TOTAL 10,000.00

BALANCE SHEET:	(A) BEGINNING OF YEAR	(B) END OF YEAR
CASH, SAVINGS AND INVESTMENTS		500.00
TOTAL ASSETS		1,000.00
EXCESS (OR DEFICIT) FOR THE YEAR		1,000.00

SUPPLEMENTAL CONSOLIDATED FINANCIAL STATEMENT

You must submit financial statements for the parent organization and each chapter, branch, or affiliate listed in question 4 on the Registration Application. However, if all contributions received by the chapters, branches, or affiliates are remitted directly into a depository account which feeds directly into the parent organization's centralized accounting system from which all disbursements are made, the parent organization may submit one consolidated financial statement and IRS form 990 with all attachments, or form 990-EZ and Schedule O, for the parent organization and each chapter, branch, or affiliate that is required to file such forms. If submitting one consolidated financial statement, financial information for all branches should be combined into the amounts requested below. Please note this form is required and may be reproduced to accommodate all affiliate locations. Additional pages using the same format may be attached if more space is needed.

Chapter, Branch, or Affiliate Name: _____

Street Address: _____ City/State/Zip: _____

Telephone Number: _____ Email: _____

Total contributions received in the name of the Chapter, Branch or Affiliate \$ _____

Total administrative costs assessed by Parent to Chapter, Branch or Affiliate \$ _____

Total payments to Chapter, Branch or Affiliate \$ _____

If a professional fundraising consultant, professional solicitor, or commercial co-venturer was utilized during any portion of this reporting period, please provide the following information for each contract entered:

☐ Professional Fundraising Consultant☐ Professional Solicitor☐ Commercial Co-Venturer

Name: _____

Street Address: _____ City/State/Zip: _____

Amount Received following the campaign, fundraiser, promotion or event: \$ _____

PLEASE NOTE: Financial statements from organizations that receive at least \$500,000 but less than \$1 million in annual contributions must be audited or reviewed by an independent certified public accountant. Financial statements from organizations that receive \$1 million or more in annual contributions must be audited by an independent certified public accountant. If this applies to your organization, you must submit the review or audit with this document.

I am authorized to complete this financial reporting form.


SignatureAccountant
Title(407) 921-4901
Telephone Number

Francisco G Catalan

Printed Name

05 / 18 / 2026

Date

director@uricfinancialgroup.com

Email Address

Small Charitable Organization/Sponsors Registration Application

[PREVIOUS](#)[NEXT](#)Florida Department of Agriculture and Consumer Services
Division of Consumer ServicesWILTON SIMPSON
COMMISSIONERSMALL CHARITABLE
ORGANIZATIONS/SPONSORS
REGISTRATION APPLICATION

Solicitation of Contributions Act
Chapter 496, Florida Statutes
Rule 5J-7.004, Florida Administrative Code
1-800-HELP-FLA (435-7352)
850-410-3800 Calling Outside Florida
<https://www.fidacs.gov/ConsumerServices> • 850-410-3804
Fax

NO FEE REQUIRED

All documents and attachments submitted with this application are subject to public review pursuant to Chapter 119, F.S.

[Edit](#) Business Information [Top](#)

Legal Name: ASSLA FOUNDATION, INC.
Business Phone: 407-683-3663
Business Address: 5328 BURNING TREE DR
ORLANDO Florida 32811
Mailing Address: 5328 BURNING TREE DR
ORLANDO Florida 32811
Email Address: Helena.abrasoffa@gmail.com
Fictitious Names** Not Applicable

**All fictitious names must be registered with the Division of Corporations. If business is a corporation then 'Name' is the legal name of the business as listed with the Division of Corporations. You must list all names under which you intend to do business.

[Edit](#) Organization Information [Top](#)

Form of Organization: Corporation
FEIN: 42-2296656
Established In: Florida **Legally Established:** 3/27/2026

[Edit](#) Business Details [Top](#)

Month/Day fiscal year ends: 12/31

Organization's Internal Revenue Service Status: Pending

Purpose of the Organization:

To promote a Culture of Peace and Non Violence through the preservation of culture, dissemination and innovation of popular and traditional arts, as well as advancing education social and sustainable community inclusion development.

Purpose for which the contributions are used:

<https://ceapp.fidacs.gov/CSRep/Secure/Applications/CH/CHApplication.aspx?l=K2Er2yrPM8bGg0ncJXl8oS0dgvJG9fuq+WcMQR9oKMZUW17h0VIVkl...> 1/

To develop and promote cultural, social and educational programs aimed at children and underserved families including the creation and dissemination of multimedia content such as videos, audio, conferences and seminars.

Edit Personnel Information 100

Name: PAOLA CAMARGO
Title: Authorized Agent
 Custody of Records
 In Charge of Solicitation
 President
Phone: 407-683-3663
Address: 5326 Burning Tree Dr
 Orlando Florida 32811

Additional Information

1. Is this person exempt from Public Records? [s. 119.071(4), F.S.] **No**
2. Is this person compensated? **No**
3. Has this person, regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any felony within the last 10 years? **No**
4. Has this person regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any crime involving fraud, theft, larceny, embezzlement, fraudulent conversion, misappropriation of property, or any crime enumerated in this chapter or resulting from acts committed while involved in the solicitation of contributions within the last 10 years? **No**
5. Has this person been enjoined from violating any law relating to a charitable solicitation? **No**

Name: SOUELEN DE SOUZA
Title: In Charge of Distribution
 Vice President
Phone: 407-683-3663
Address: 203 Idylwilde Dr
 Sanford Florida 32771

Additional Information

1. Is this person exempt from Public Records? [s. 119.071(4), F.S.] **No**
2. Is this person compensated? **No**
3. Has this person, regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any felony within the last 10 years? **No**
4. Has this person regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any crime involving fraud, theft, larceny, embezzlement, fraudulent conversion, misappropriation of property, or any crime enumerated in this chapter or resulting from acts committed while involved in the solicitation of contributions within the last 10 years? **No**

8. Has this person been enjoined from violating any law relating to a charitable solicitation? **No**

Name: ALEXANDER M DIAZ PINEIRO
Title: Director
Phone: 407-683-3663
Address: 520 E Church St
 Orlando Florida 32801

Additional Information

1. Is this person exempt from Public Records? [s. 119.071(4), F.S.] **No**
2. Is this person compensated? **No**
3. Has this person, regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any felony within the last 10 years? **No**
4. Has this person regardless of adjudication, been convicted of, or found guilty of, or pled guilty or nolo contendere to, or been incarcerated within the last 10 years as a result of having previously been convicted of, or found guilty of, or pled guilty or nolo contendere to, any crime involving fraud, theft, larceny, embezzlement, fraudulent conversion, misappropriation of property, or any crime enumerated in this chapter or resulting from acts committed while involved in the solicitation of contributions within the last 10 years? **No**
5. Has this person been enjoined from violating any law relating to a charitable solicitation? **No**

Edit Financial Statement Top

Fiscal year ending: 12/31/2026
Financial statement source: Budget (Newly formed organizations only)
Total Revenue: \$10,000
Total Expense: \$10,000
Program Service Expense: \$8,500
Management & General Expense: \$500
Fundraising Expense: \$1,000

Attached Documents

1. **Name:** FORM FDACS-10122 ANNUAL FINANCIAL REPORTING.REV 1.pdf
Type: FDACS Annual Financial Reporting Form

Edit Supporting Documents(List of Sources and Amounts) Top

Edit Application Questionnaire Top

Did the charitable organization or sponsor receive \$50,000 or more in total revenue during the immediately preceding fiscal year? **No**

Are the fundraising activities of the charitable organization or sponsor carried on by any compensated volunteers, members, or officers? **No**

Are any part of the assets or income of the organization or sponsor inured to the benefit of or paid to any officer or member? **No**

Does the charitable organization or sponsor utilize a professional fundraising consultant, professional solicitor, or commercial co-venture?

No

[Edit](#) **Preparer Information** [Top](#)

First Name: FRANCISCO
Last Name: CATALAN
Company Name: UNITED REGNUM INTERNATIONAL CORP
Title: Preparer
Phone Number: 407-921-4901
Email Address: director@uricfinancialgroup.com

[Edit](#) **Signature Information** [Top](#)

I certify the following:

- ☒ I certify that I am authorized to complete this application and the information provided is true and accurate.
- ☒ I certify that the above-named charitable organization or sponsor received less than \$50,000 in total revenue (including contributions).
- ☒ I certify that the fundraising activities of the above named charitable organization or sponsor are carried on by volunteers, members, or officers who are not compensated and no part of the assets or income of the organization or sponsor inures to the benefit of or is paid to any officer or member of the above named charitable organization or sponsor.
- ☒ I certify that the above named charitable organization or sponsor does not utilize a professional fundraising consultant, professional solicitor, or commercial co-venturer.

Signature Name: PAOLA CAMARGO
Signature Date: 5/20/2026

[PREVIOUS](#)[NEXT](#)

Y VI. POLICIES AND PROCEDURES

- **Fiscal Policies & Procedures Manual**

- **Conflict of Interest Policy**

ASSLA Foundation Inc.

Conflict of Interest

Article I - Purpose

The purpose of the conflict-of-interest policy is to protect ASSLA Foundation, Inc. interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II - Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III - Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion

of, and the vote on, the transaction or arrangement involving the possible conflict of interest

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV – Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V - Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

e. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI - Annual Statements

Each director, officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

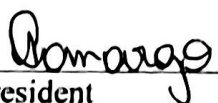
Article VII - Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII - Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.



President

Date

VP / Secretary

Date

Director / Treasurer

Date

POLICY & PROCEDURE FOR DATA MANAGEMENT

Policy Statement:

Agency data are key information assets that are used to support ASSLA Foundation, Inc. central mission of promoting and maintaining public awareness of domestic violence, sexual abuse and family relationships. These services are provided through education, family counseling, workshops and other special programs to the families and youth in our community.

Data refers to collections of data elements relevant to the operations, planning, and delivery of service to the community, or data that are received, reported or used in official administrative reports.

Members of ASSLA Foundation Inc., working with or using agency data in any manner must comply with federal, state and local laws; all applicable system and policies, procedures and standards; and all applicable contracts and licenses.

Policy Goals:

The goals of this ASSLA Foundation Inc. data governance policy are to:

- A. Protect the privacy and security of data and information under the stewardship of the ASSLA Foundation Inc.;
- B. Support a culture of responsible data use for informed, actionable decision-making and effective service delivery;
- C. Promote the efficient use of resources to meet the data and information needs of the ASSLA Foundation Inc. community; and
- D. Increase ASSLA Foundation's Inc. transparency and accountability to external stakeholders and the public by promoting access to relevant and reliable information.

III. Policy Purpose

The objectives of this policy additionally are to:

- A. Set forth best practices for effective data management, with ongoing objectives of increasing efficiencies, managing and mitigating information privacy and security risks, and promoting data quality;

B. Establish clear lines of accountability and decision-making authority through the definition of roles and responsibilities related to data management.

IV. Best Practices

A. Agency data is the property of the ASSLA Foundation Inc. and shall be managed as a key asset. Agency data will be managed through defined governance guidelines, standards, policies and procedures.

B. Data Custodians (as determined by the Board) shall be responsible for sharing agency data out of official Systems of Record when reasonable and according to policies and procedures, so as to minimize redundant storage and processing of that data in multiple repositories.

C. All agency data shall be secured in a safe and locked area with limited accessibility

D. Agency data shall be protected—Agency data must be safeguarded and protected according to approved security, privacy and compliance guidelines, laws and regulations established by the agency, the State of Florida and the federal government.

E. Agency data shall be accessible according to defined needs and roles. Users requesting access shall be assigned to appropriate roles that have clear documented guidelines in accordance with agency, State of Florida and federal laws and regulations.

F. Agency representatives will be held accountable to their roles and responsibilities—Roles and responsibilities for data management will be clearly defined, and individuals assigned to specific roles will be held accountable to performing data management responsibilities, as a part of their regular job responsibilities.

G. Agency data and access must adhere to federal HIPAA guidelines, relative to employees, volunteers, contractors, sub-contractors use for providing services to the community.

ASSLA Foundation, Inc.

Anti-Terrorism Policy

WHEREAS, exempt organizations under section 501(c) of the internal revenue code may engage in activities overseas and to give money and support to foreign organizations that have not qualified for tax-exempt status in the United States, Revenue Ruling 68-489, 1968-2 C.B. 210 clearly indicates that " An organization will not jeopardize its exemption under section 501(c)(3) of the Code, even though it distributes funds to nonexempt organizations, provided it retains control and discretion over use of the funds for section 501(c)(3) purposes so long as it meets certain requirements."

1. All foreign activities and support of foreign organizations shall be to further the purposes of this organization as stated in the articles of incorporation.
2. The exempt organization will be required to ensure that use of the funds for section 501(c)(3) purposes will be limited to specific projects that are in furtherance of this organization's exempt purposes.
3. This organization shall retain control and discretion as to the use of the funds and;
4. Maintain records establishing that the funds were used for section 501(c)(3) purposes

WHEREAS, Executive Order 12947, and its annex 13099, issued by President Bill Clinton and Executive Order 13224, issued by president George W. Bush, blocking certain transaction between U.S. citizens, including corporation and persons who commit, threaten to commit or support terrorism.

Be it RESOLVED, that this organization adopts an International Activities and Terrorism Policy effective immediately and unless rescinded or amended shall remain in effect perpetually. This policy is based on the voluntary best practices guidelines issued by the U.S. Treasury Department. The organization shall take all reasonable steps to stay up to date with the latest list of countries considered state sponsors of terrorism and are subject to special sanctions under 31 CFR Part 596. This organization shall regularly check upon and rely upon the publicized data of the U.S. Department of State as found in the Specially Designated Nationals and Blocked Persons list, the sanctioned countries in <http://www.state.gov/s/ct/c14151.htm> and <http://www.treas.gov/offices/enforcement/ofac/programs/>. Furthermore, this organization shall ensure that transactions between this organization and any foreign entity or individual be for the furtherance of our exempt purposes and that the following information be gathered:

1. The foreign organization's name in English, in its native language, and any other identifying information;
2. The places where the foreign organization maintains a physical presence;
3. Copies of the organization's formation documents as approved by the proper authorities;
4. The addresses and telephone numbers for the organization's offices;
5. The organization's principal purpose;

ASSLA Foundation, Inc. Anti-Terrorism Policy

6. The full names, addresses and other identifying information of the individuals in charge of the organization;
7. The names of financial institutions where funds will be deposited;
8. The names and addresses of its employees, contractors and subcontractors;
9. A written agreement describing how the funds will be used, how it will further our exempt purposes.

Adopted and signed by the Board of Directors on the ____ day of March, 2026.



President

Treasurer

ASSLA Foundation, Inc.

Document Retention and Destruction Policy

- I. **Document Destruction** The Document Retention and Destruction Policy identifies the record retention responsibilities of staff, volunteers, members of the board of directors, and outsiders for maintaining and documenting the storage and destruction of the organization's documents and records. The organization's staff, volunteers, members of the board of directors, committee members and outsiders (independent contractors via agreements with them) are required to honor the following rules:
 - a. Paper or electronic documents indicated under the terms for retention in the following section will be transferred and maintained by (fill in the blank based on the organization's practices);
 - b. All other paper documents will be destroyed after three years;
 - c. All other electronic documents will be deleted from all individual computers, data bases, networks, and back---up storage after one year;
 - d. No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation (check with legal counsel or the human resources department for any current or foreseen litigation if employees have not been notified); and
 - e. No paper or electronic documents will be destroyed or deleted as required to comply with government auditing standards (Single Audit Act).
- II. **Record Retention** The following table* indicates the minimum requirements and is provided as guidance to customize in determining your organization's document retention policy. Because statutes of limitations and state and government agency requirements vary from state to state, each organization should carefully consider its requirements and consult with legal counsel before adopting a Document Retention and Destruction Policy. In addition, federal awards and other government grants may provide for a longer period than is required by other statutory requirements.

Type of Documents	Minimum Requirements
Accounts payable ledgers and schedules	7 years
Audit reports	Permanently
Bank reconciliations	10 years
Bank statements	10 years
Checks (for important payments and purchases)	Permanently
Contracts, mortgages, notes, and leases (expired)	7 years

ASSLA Foundation, Inc.

Document Retention and Destruction Policy

Contracts (still in effect)	Contract Period
Correspondence (general)	3 years
Correspondence (legal and important matters)	Permanently
Correspondence (with customers and vendors)	2 years
Deeds, mortgages, and bills of sale	Permanently
Depreciation schedules	Permanently
Duplicate deposit slips	5 years
Employment applications	4 years
Expense analyses/expense distribution schedules	7 years
Year-end financial statements	Permanently
Insurance records, current accident reports, claims, policies, and so on (active and expired)	Permanently
Internal audit reports	5 years
Inventory records for products, materials, and supplies	3 years
Invoices (to customers, from vendors)	7 years
Minute books, bylaws, and charter	Permanently
Patents and related papers	Permanently
Payroll records and summaries	7 years
Personnel files (terminated employees)	7 years
Retirement and pension records	Permanently
Tax returns and worksheets	Permanently
Timesheets	7 years
Trademark registrations and copyrights	Permanently
Withholding tax statements	7 years

ASSLA Foundation, Inc

Gift Acceptance Policy

I. Purpose

The purpose of this statement is to articulate the policies of the Board of Directors ASSLA Foundation, Inc., Charity (the "Organization") concerning the acceptance of charitable gift to the Organization. A Committee created or assigned by the Board of Directors will adopt appropriate procedures to implement these policies.

II. Responsibility to Donors

- A. General. The Organization, its staff and representatives shall endeavor to assist donors in accomplishing their philanthropic objectives in providing support to The Organization.
- B. Confidentiality. Information concerning all transactions between a donor and The Organization shall be held by The Organization in strict confidence and may be publicly disclosed only with the permission of the donor.
- C. Anonymity. The Organization shall respect the wishes of donors wishing to support The Organization anonymously and will take reasonable steps to safeguard those donors' identity.
- D. Disclaimer. Each prospective donor to The Organization shall be informed that The Organization does not provide legal, tax or financial advice, and shall be encouraged to discuss all charitable gift planning decisions with his or her legal, financial or tax advisor before entering into any commitment to make the gift to The Organization.

III. Gift Restrictions

- A. Unrestricted Gifts. To provide The Organization with maximum flexibility in the pursuit of its mission, donors shall always be encouraged to make unrestricted gifts to the Charity,
- B. Budget Programs or Facilities. The Organization may accept a gift that is restricted as its use if The Organization approved budget for the year in which gift is to be accepted includes proposed funding for the specific program, purpose or facility for which the restricted gift is made.
- C. Other Restrictions. The Organization may accept a gift that is restricted as to a use if The Organization's budget for the year in which the gift is accepted does not include funding for the restricted use of the gift, with prior written approval of the president or vice president of the Committee assigned by the board.
- D. Variance Power. Unless otherwise approved in advance by the president or vice president of the Committee, The Organization will reserve the right, in the document that restrict the use of the gift, to broaden or alter the purpose of the gift should it be determined in the future that the original purpose of the gift no longer meets the needs or serves the mission of The Organization.

ASSLA Foundation, Inc Gift Acceptance Policy

IV. Donor Recognition

- A. General. The Board of Directors. Upon recommendation of the Committee, may establish criteria for the recognition and honoring of a donor with certain honors or benefits based on various giving levels achieved by a donor and the type of gift. These honors or benefits may include the listing of the donor's name on a roll or plaque of significant donors or the opportunity to receive invitations to donor recognition events.
- B. Building and Other Facilities. Except in the case of naming opportunities that appear on a schedule of naming opportunities approved by the Board of Directors in the context of a capital campaign, the staff of The Organization shall make no commitments to a donor concerning the naming of the buildings or other facilities without the approval of the Board of Directors upon recommendation of the Committee president or vice president.

V. Fiduciary Relationships

- A. General. Unless approved in advance by the CFO and or Treasurer of The Organization, The Organization will not agree to serve as executor of a decedent's estate or as a trustee of a living trust or other trust intended to serve as a person's primary estate planning documents.
- B. Trusteeship. The Organization may serve as trustee of trust to maintain its gift annuity reserve account as required by trust relevant state insurance law, in connection with The Organization's gift annuity programs. The Organization may serve as trustee of charitable remainder trust, provided that no less than 50% of the remainder interest in the trust is irrevocably dedicated to The Organization, and the charitable remainder trust meet the minimum standards establish from time to time by the gift planning of The Organization. The Organization may serve as trustee of trust only in circumstances in which investment authority as trustee is unrestricted. The Organization will not serve as co-trustee of a trust.

VI. Commitment of Charity Assets.

- A. Bargain Sale. Commitment of funds of The Organization is a bargain sale transaction to acquire assets from a donor shall require the prior written approval of the Chief Financial Officer and or Treasurer and the president or vice president of the Committee. Such approval shall generally be restricted to situations in which the asset to be acquired is one that will be used by The Organization in its programs or that can be readily disposed of for cash within a reasonable time.
- B. Gift Annuities. The Organization shall issue charitable gift annuities to donors in exchange for their contributions, using annuity rates published by the American Council on Gift Annuities.
- C. Partnership and Other Liabilities. The Organization will not accept interest in partnerships or other investment entities exposing The Organization to liability, including to obligation to provide capital contributions or other funding for the investment, without adequate indemnity from the donor to fulfill those obligations.

ASSLA Foundation, Inc

Gift Acceptance Policy

- D. Real Estate. While The Organization encourages gifts of real estate, potential liability of The Organization arising from real estate should be minimized pursuant to procedures to be adopted by the Committee.

VII. Reporting and Valuation Standards.

- A. Reporting. For campaign and other reporting purposes, The Organization shall use the Partnership for Philanthropic Guideline for Reporting and Counting Gifts. ([http://www.pppnet.org/pdf/PPP_counting_guidelines_\(2009\).pdf](http://www.pppnet.org/pdf/PPP_counting_guidelines_(2009).pdf)).
- B. Valuation of Planned Gifts. To evaluate The Organization's planned giving program and to compare the relative value of various planned gift approaches, The Organization shall utilize the Partnership for Philanthropic Planning Valuation Standards for Charitable Planned Gift. (http://www.pppnet.org/pdf/Valuation_Standards_2011.pdf)

VIII. Ethical Standards

The Organization is committed to the highest ethical standards. The staff at all level of the organization shall adhere to the Model Standards of Practice for Charitable Gift Planner adopted by the American Council on Gift Annuities and the Partnership for Philanthropic Planning, (http://www.pppnet.org/ethics/model_standards.html)

IX. Delegation

- A. Staff. Implementation of these policies is delegated to the president or vice president of the Committee of The Organization. Who shall be responsible for oversight of the acceptance of all gift by The Organization,
- B. Committee. The Board of Director shall delegate to its Committee the responsibility of approving Gift Planning and Acceptance Procedures to implement these policies. The president or vice president of the Committee who shall be an ex officio member of that Committee, may from time to time propose to the Committee revisions to the procedure.

X. Approval of Exceptions

Acceptance of gifts to The Organization in a manner that is in any way inconsistent with this statement of policy must be in writing by the president or vice president of the Committee, who shall report such exceptions to the Board of Directors at its next regular meeting.

XI. Periodic Review

- A. General. A Committee of the Board of Director, shall be a member, shall periodically (but not less frequently than every five years) review these policies to ensure that they continue to accurately describe the policies of The Organization with respect acceptance of charitable gifts, and shall propose to the full Board of

ASSLA Foundation, Inc

ASSLA Foundation, Inc Gift Acceptance Policy

Directors for adoption those revisions that the Committee shall determine to be necessary or appropriate in order for the Statement of Policy to accurately reflect the policies of The Organization.

- B. Specified Review.** These policies shall be reviewed and ratified by the Board of Directors each time the Board determines that The Organization will embark on a capital or other fundraising campaign. These policies shall also be reviewed upon enactment or promulgation of legislation or regulatory rules affecting fundraising and gift acceptance by The Organization, to assure continued compliance by The Organization with relevant legislation and rules.

Cultural Programs Portfolio

ASSLA Foundation

This document presents a comprehensive portfolio of cultural programs aligned with ASSLA's mission and bylaws. The programs are designed to preserve, promote, and disseminate Latin-American culture, foster community inclusion, develop volunteer leadership, and generate sustainable educational and social impact in Central Florida, with national reach.

1. Program Portfolio Overview and Mission Alignment

This portfolio outlines culturally grounded programs that support ASSLA's charitable purpose. Each program contributes to cultural preservation, education, and community engagement in accordance with nonprofit best practices.

2. Programs and Classification of Folk Events

Program A: Community School of Latin American Art & Culture

Included Events: Traditional Cuisine, Traditional Dance, National Anthem, Demographics and Flags

Description: Hands-on cultural education for families, youth, and the multicultural community.

Program B: Living Memory Circles

Included Events: Legends and Myths, National Anthem

Description: Preservation of intangible cultural heritage and oral tradition.

Program C: Cultural and Gastronomic Festivals and Experiences

Included Events: Traditional Cuisine, Traditional Dance, Tourist Attractions, Demographics and Flags

Description: Large-scale events that promote visibility, cultural tourism, and financial sustainability.

Program D: Cultural Volunteerism and Leadership Center

Included Events: National Anthem, Demographics and Flags

Description: Training of volunteers and cultural ambassadors.

Program E: Digital Archive and Media

Included Events: All events

Description: Production and dissemination of educational and cultural content.

Program F: Technical Assistance and Consulting

Included Events: Event and program methodologies

Description: Technical support to organizations and partners.

3. Program Matrix Table (Narrative Summary)

Community School – Cooking and dance workshops – Families and youth – Schools, supermarkets – Materials and instructors – Symbolic fees – Participants and workshops.

Living Memory – Oral storytelling – Children and adults – Libraries and community centers – Facilitators – Donations – Sessions and attendance.

Festivals – Cultural events – General public – Municipalities and sponsors – Logistics and permits – Tickets and sponsorships – Attendance and revenue.

Volunteer Center – Training – Volunteers – NGOs and cities – Materials – Grants – Trained volunteers.

Digital Archive – Multimedia production – General community – Media and universities – Production – Sponsorships – Views and engagement.

4. 12-Month Implementation Timeline

Months 1–2: Planning, partnerships, volunteer recruitment.

Month 3: Launch of cooking and dance workshops.

Month 4: Living Memory Circles.

Month 5: Digital content production.

Month 6: “Taste of Brazil” culinary event.

Month 7: Mid-cycle evaluation and adjustments.

Month 8: Arts and Folklore Festival.

Month 9: Expansion of workshops and media.

Month 10: Advanced volunteer training.

Month 11: Preparation of reports and grant narratives.

Month 12: Final evaluation and planning for the next cycle.

5. Draft Grant Narrative

5.1 Needs Assessment

The Latin-American diaspora in Central Florida lacks comprehensive and sustainable

Operational and Grant Appendices

ABrasOFFA

This document presents the operational and grant-related appendices that support ABrasOFFA's program portfolio. These components are designed to meet the requirements of federal, state, and private funding agencies and to ensure effective program implementation, evaluation, and scalability.

1. Logic Model / Work Plan (Grant-Ready)

Inputs:

Volunteers, instructors, venues, partner organizations, and sponsors.

Activities:

Cooking and dance workshops; living memory circles; cultural festivals.

Outputs:

20 workshops; 10 memory circles; 2 festivals; 60 trained volunteers.

Short-Term Outcomes:

Increased cultural knowledge and community participation.

Medium-Term Outcomes:

Social cohesion and programmatic sustainability.

Indicators:

Attendance records, pre- and post-surveys, and participant retention.

2. Budget Narrative (Annual Example)

- **Personnel / Instructors:** Fees for cultural facilitators and program coordinator.
- **Educational Materials:** Culinary ingredients, costumes, printed materials, educational kits.
- **Event Production:** Permits, sound systems, stages, insurance, and logistics.
- **Media and Outreach:** Audiovisual production, social media, and graphic design.
- **Evaluation and Reporting:** Measurement tools, data analysis, and reporting.
- **Administration:** Proportional operating and compliance-related costs.

3. Alignment with Grant Opportunities

This portfolio meets common criteria of funding agencies such as the National Endowment for the Arts (NEA), Florida Division of Arts & Culture, Orange County Arts & Cultural Affairs, and private foundations by demonstrating community impact, equitable access to culture, measurable evaluation, and sustainability.

4. National Expansion Strategy

Phase I: Consolidation in Central Florida.

Phase II: Replication in Miami / Ft. Lauderdale.

Phase III: Expansion to Massachusetts (Boston / Framingham) and the NY / NJ corridor.

Each phase utilizes the volunteer model and operational manual developed by ABrasOFFA.

5. Bilingual Adaptation (ES / PT)

Key materials—including mission statements, program descriptions, educational resources, and outreach materials—should be translated into Spanish & Portuguese to maximize community reach and strengthen partnerships with Latin American organizations.

National and International Organizational Structure ASSLA Foundation

This organizational chart defines the recommended organizational structure for the development of ASSLA Chapters and Satellite Entities in the United States, based on the concentration of Latin American communities and the prioritized national expansion strategy.

I. Central Structure – National and International Office

ASSLA Foundation – Central Office

- National Board of Directors
- President / National Executive Director
- National and International Director of Cultural Programs
- National and International Director of Development and Fundraising
- National and International Director of Grants and Strategic Partnerships
- National Director of Communications and Digital Archive
- National and International Brazilian Ambassadors Committee

II. Priority Chapters in the United States

The structure in the United States constitutes ASSLA's primary operational base, with Regional Chapters and Local Satellite Entities responding to the highest concentrations of Latin American communities.

Priority U.S. Chapters:

- Florida (High Priority – approx. 22%)
- Massachusetts / New England (High Priority – approx. 17%)
- NY / NJ / CT Corridor (Medium–High Priority)
- California – Phase II (Medium Priority – approx. 11%)

III. International Satellite Organizations

1. Canada

Priority Coverage: Toronto, Montreal, Vancouver

Rationale: Canada hosts significant Brazilian communities and maintains favorable

policies for cultural programs, community education, and international cooperation.

Recommended Structure:

- National Coordinator – Canada
- Cultural Programs Coordinator
- Institutional Partnerships Liaison
- Latin American Ambassadors Council (Canada)

2. Mexico

Priority Coverage: Mexico City, Monterrey, Guadalajara

Rationale: Mexico serves as a strategic hub for cultural exchange in Latin America, facilitating regional alliances, educational programs, and binational events.

Recommended Structure:

- National Coordinator – Mexico
- Educational and Cultural Programs Coordinator
- Community and Academic Liaison
- Brazilian Ambassadors Council (Mexico)

3. Europe

Priority Coverage: Portugal, Spain, France, United Kingdom

Rationale: Europe represents a key historical and cultural axis for the Brazilian diaspora, with strong linguistic affinity (Portugal), active cultural exchange (Spain and France), and international visibility (United Kingdom).

Recommended Structure:

- Regional Coordinator – Europe
- Country Coordinators
- Cultural and Educational Programs Coordinator
- European Cultural Institutions Liaison
- Brazilian Ambassadors Council (Europe)

IV. Governance, Coordination, and International Reporting

International Satellite Organizations operate under cooperation agreements and Memoranda of Understanding (MOUs) with ASSLA's Central Office.

- Semiannual activity reports
- Alignment with institutional mission, values, and guidelines
- Authorized use of brand and materials

- Coordination with international programs and campaigns
- Periodic evaluation for expansion or formalization as a Chapter

V. Strategic Value of International Expansion

This structure allows for orderly, scalable growth in accordance with the best practices of non-profit governance. It prioritizes regions with the highest concentration of Latin-American immigrants (Florida, Massachusetts, California) and key metropolitan areas (Greater Boston, Miami, New York), optimizing cultural impact and sustainability.

INSTITUTIONAL AFFILIATION AGREEMENT NATIONAL CHAPTERS, SATELLITE ENTITIES AND INTERNATIONAL AFFILIATION

I. PARTIES

This Institutional Affiliation Agreement (the "Agreement") is entered into by and between:

1. ASSLA Foundation, Inc., a nonprofit corporation duly organized and existing under the laws of the State of Florida, United States of America, with its principal headquarters in Central Florida, hereinafter referred to as the "Central Organization" or "USA Headquarters"; and

2. _____, a nonprofit organization / non-governmental organization duly incorporated under the laws of _____, hereinafter referred to as the "Affiliated Entity".

For institutional recognition purposes, this Agreement also acknowledges the cultural affiliation relationship with the Parent Organization established in the Federative Republic of Brazil.

II. RECITALS

A. The Central Organization's mission is the preservation, promotion, and dissemination of Latin-American culture, community development, cultural education, and national and international cultural cooperation.

B. The Central Organization maintains its principal headquarters in Central Florida and operates in compliance with Section 501(c)(3) of the United States Internal Revenue Code.

C. The Central Organization recognizes the Parent Organization in Brazil as the founding and originating entity of the cultural movement.

D. The Affiliated Entity desires to formally join the institutional network of ASSLA.

III. PURPOSE OF THE AGREEMENT

The purpose of this Agreement is to establish the institutional affiliation of the Affiliated Entity with the Central Organization, define the rights and obligations of the parties, ensure institutional coherence, and acknowledge the international affiliation with the Parent Organization in Brazil.

IV. AFFILIATION MODALITIES

Affiliation may be granted under one of the following modalities:

- A. National Chapter (United States).
- B. National Satellite Entity (United States).
- C. International Satellite Entity, operating under the legal jurisdiction of its country of origin.

V. NATURE OF THE RELATIONSHIP

This Agreement does not create a partnership, association, joint venture, agency, legal representation, or employment relationship between the parties. Each entity retains its independent legal personality.

VI. GOVERNANCE AND AUTHORITY

The General Assembly of ASSLA Foundation constitutes the highest governing authority. All Affiliated Entities acknowledge the institutional authority of the Central Organization and agree to comply with its bylaws, policies, and operational manuals.

VII. USE OF NAME, BRAND, AND REPRESENTATION

The use of the ASSLA name, logo, and institutional materials is non-exclusive, revocable, and subject to prior written authorization. Use of the brand for political, commercial, or non-mission-aligned purposes is strictly prohibited.

VIII. PROGRAMS, EVENTS, AND FUNDRAISING

All activities must align with the institutional mission and comply with applicable laws. No Affiliated Entity may raise funds in the name of the Central Organization without prior written authorization.

IX. REPORTING AND TRANSPARENCY

The Affiliated Entity shall submit periodic activity reports and, when applicable, summary financial reports in accordance with guidelines established by the Central Organization.

X. INTERNATIONAL AFFILIATION AND RELATIONSHIPS

The Central Organization recognizes the Parent Organization in Brazil as an affiliated entity in the cultural and historical context. This relationship does not create legal or fiscal dependency.

XI. TERM AND TERMINATION

This Agreement shall have an initial term of three (3) years and may be renewed. It may be terminated by mutual agreement or by either party upon thirty (30) days' written notice.

XII. GOVERNING LAW

This Agreement shall be governed by and construed in accordance with the laws of the State of Florida, United States of America, without prejudice to compliance with applicable local laws governing international Affiliated Entities.

XIII. SIGNATURES

IN WITNESS WHEREOF, the parties execute this Agreement:

ASSLA Foundation, Inc.

Name: _____

Title: _____

Date: _____

Affiliated Entity

Legal Name: _____

Authorized Representative: _____

Date: _____

Parent Organization – Brazil (Institutional Acknowledgment)

Name: _____

Authorized Representative: _____

Date: _____

INSTITUTIONAL ANNEXES AND MEMORANDUM OF UNDERSTANDING (MOU) ASSLA – FLORIDA (USA)

ANNEX A – BRAND, NAME, AND REPRESENTATION USE POLICY

1. Purpose.

This Annex governs the use of the ASSLA Foundation, Inc name, logo, institutional image, and public representation by Chapters, Satellite Entities, and Affiliated Organizations.

2. License of Use.

ASSLA Foundation, Inc. grants a limited, non-exclusive, revocable, and non-transferable license to use its name and brand solely for purposes aligned with the institutional mission.

3. Prohibited Uses.

The following are strictly prohibited:

- a) Use of the brand for political, commercial, or personal purposes;
- b) Representing oneself as a legal subsidiary or affiliate corporation;
- c) Modifying logos or visual identity without prior written authorization.

4. Revocation.

Brand usage may be revoked at any time in the event of noncompliance, without creating vested rights.

ANNEX B – REPORTING, COMPLIANCE, AND OVERSIGHT

1. Programmatic Reports.

Affiliated Entities shall submit semiannual activity reports including:

- Programs implemented
- Community participation
- Documentary and audiovisual evidence

2. Financial Reports.

When applicable, Affiliated Entities shall submit summarized financial reports

demonstrating transparency and appropriate use of funds.

3. Legal Compliance.

Affiliated Entities must comply with applicable local laws and, in the United States, with Florida Statutes Chapter 617 and Internal Revenue Code Section 501(c)(3).

4. Oversight.

ASSLA Foundation, Inc reserves the right to review activities and suspend affiliation in cases of noncompliance.

MEMORANDUM OF UNDERSTANDING (MOU)

SHORT FORM – FLORIDA

This Memorandum of Understanding ("MOU") is entered into by and between ASSLA Foundation, Inc., a nonprofit corporation organized under the laws of the State of Florida, and _____, for the purpose of establishing a cultural cooperation relationship.

1. Nature of the Relationship.

This MOU does not create a partnership, agency, or financial obligation between the parties.

2. Cooperation.

The parties may collaborate on cultural, educational, and community-based programs aligned with ASSLA's mission.

3. Brand Use.

Use of the ASSLA name and logo shall be subject to the Brand Use Policy (Annex A).

4. Term.

This MOU shall be valid for one (1) year and may be renewed by written agreement.

5. Governing Law.

This MOU shall be governed by the laws of the State of Florida, United States.

SIGNATURES

ASSLA Foundation, Inc.

Name: _____

Title: _____

Date: _____

Affiliated / Collaborating Entity

Name: _____

Authorized Representative: _____

Date: _____

**Streamlined Application for Recognition of Exemption
Under Section 501(c)(3) of the Internal Revenue Code**

Do not enter Social Security numbers on this form as it will be made public.

Information about Form 1023-EZ and its separate instructions is at www.irs.gov/form1023ez

OMB No. 1545-0047

Note: If exempt status is determined, this application will be open for public inspection.

- ☒ Check this box to attest that you have completed the Form 1023-EZ Eligibility Worksheet in the current instructions, are eligible to apply for exemption using Form 1023-EZ, and have read and understand the requirements to be exempt under section 501(c)(3).

Have your annual gross receipts exceeded \$50,000 in any of the past 3 years and/or do you project that your annual gross receipts will exceed \$50,000 in any of the next 3 years? If yes, stop. Do not file Form 1023-EZ. See instructions.

Yes ☐ No ☒

Do you have total assets the fair market value of which is in excess of \$250,000? If yes, stop. Do not file Form 1023-EZ. See instructions.

Yes ☐ No ☒**Part I Identification of Applicant****1a** Full Name of Organization

ASSLA FOUNDATION INC

b Care Of Name (if applicable)

PAOLA CAMARGO

c Mailing Address (number, street, and room/suite). If a P.O. box, see instructions.

5328 BURNING TREE DR

d City

ORLANDO

e State

FL

f Zip code + 4

32811

2 Employer Identification Number

42-2296656

3 Month Tax Year Ends (MM)

12

4 Person to Contact if More Information is Needed

FRANCISCO G CATALAN

5 Contact Telephone Number

407-921-4901

6 Fax Number (optional)

407-278-6875

7 User Fee Submitted

\$275.00

8 List the names, titles, and mailing addresses of your officers, directors, and/or trustees. (If you have more than five, see instructions.)

First Name: PAOLA

Last Name: CAMARGO

Title: PRESIDENT

Street Address: 5323 BURNING TREE DR

City: ORLANDO

State: FL

Zip code + 4: 32811

First Name: SUELEN

Last Name: DE SOUZA

Title: VICE PRESIDENT

Street Address: 203 IDYLWILDE DR

City: SANFORD

State: FL

Zip code + 4: 32771

First Name: ALEXANDER

Last Name: DIAZ PINEIRO

Title: DIRECTOR

Street Address: 520 E CHURCH ST

City: ORLANDO

State: FL

Zip code + 4: 32801

First Name:

Last Name:

Title:

Street Address:

City:

State:

Zip code + 4:

First Name:

Last Name:

Title:

Street Address:

City:

State:

Zip code + 4:

9a Organization's Website (if available):**b** Organization's Email (optional): HELENA.ABRASOFFA@GMAIL.COM**Part II Organizational Structure****1** To file this form, you must be a corporation, an unincorporated association, or a trust. Select the box for the type of organization.☒ Corporation ☐ Unincorporated association ☐ Trust**2** ☒ Check this box to attest that you have the organizing document necessary for the organizational structure indicated above. (See the instructions for an explanation of necessary organizing documents.)**3** Date incorporated if a corporation, or formed if other than a corporation (MMDDYYYY): 04022026**4** State of Incorporation or other formation: Florida**5** Section 501(c)(3) requires that your organizing document must limit your purposes to one or more exempt purposes within section 501(c)(3).☒ Check this box to attest that your organizing document contains this limitation.

Section 501(c)(3) requires that your organizing document must not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.

☒ Check this box to attest that your organizing document does not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.

Section 501(c)(3) requires that your organizing document must provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.

☒ Check this box to attest that your organizing document contains the dissolution provision required under section 501(c)(3) or that you do not need an express dissolution provision in your organizing document because you rely on the operation of state law in the state in which you are formed for your dissolution provision.

Your Specific Activities

1 Briefly describe the organization's mission or most significant activities (limit 250 characters)

Promote peace through cultural preservation, education, arts, leadership, and community development by providing educational programs, cultural activities, and outreach that empower children, youth, families, and underserved communities

2 Enter the appropriate 3-character NTEE Code that best describes your activities (See the instructions)

A23

3 To qualify for exemption as a section 501(c)(3) organization, you must be organized and operated exclusively to further one or more of the following purposes. By checking the box or boxes below, you attest that you are organized and operated exclusively to further the purposes indicated. **Check all that apply.**☒ Charitable☐ Religious☒ Educational☐ Scientific☒ Literary☐ Testing for public safety☐ To foster national or international amateur sports competition☐ Prevention of cruelty to children or animals

4 To qualify for exemption as a section 501(c)(3) organization, you must:

☒ Refrain from supporting or opposing candidates in political campaigns in any way.☒ Ensure that your net earnings do not inure in whole or in part to the benefit of private shareholders or individuals (that is, board members, officers, key management employees, or other insiders).☒ Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.☒ Not be organized or operated for the primary purpose of conducting a trade or business that is not related to your exempt purpose(s).☒ Not devote more than an insubstantial part of your activities attempting to influence legislation or, if you made a section 501(h) election, not normally make expenditures in excess of expenditure limitations outlined in section 501(h).☒ Not provide commercial-type insurance as a substantial part of your activities.☒ **Check this box** to attest that you have not conducted and will not conduct activities that violate these prohibitions and restrictions.5 Do you or will you attempt to influence legislation? _____ ☐ Yes ☒ No
(If yes, consider filing Form 5768. See the instructions for more details.)6 Do you or will you pay compensation to any of your officers, directors, or trustees? _____ ☐ Yes ☒ No
(Refer to the instructions for a definition of **compensation**.)7 Do you or will you donate funds to or pay expenses for individual(s)? _____ ☒ Yes ☐ No8 Do you or will you conduct activities or provide grants or other assistance to individual(s) or organization(s) outside the United States? _____ ☐ Yes ☒ No9 Do you or will you engage in financial transactions (for example, loans, payments, rents, etc.) with any of your officers, directors, or trustees, or any entities they own or control? _____ ☐ Yes ☒ No10 Do you or will you have unrelated business gross income of \$1,000 or more during a tax year? _____ ☐ Yes ☒ No11 Do you or will you operate bingo or other gaming activities? _____ ☐ Yes ☒ No12 Do you or will you provide disaster relief? _____ ☐ Yes ☒ No**Part IV Foundation Classification****Part IV is designed to classify you as an organization that is either a private foundation or a public charity. Public charity status is a more favorable tax status than private foundation status.**1 Are you applying for recognition as a church, school, or hospital (described in section 170(b)(1)(A)(i), (ii), or (iii) of the Internal Revenue Code)? If yes, stop. Do not file Form 1023-EZ. See Instructions ☐ Yes ☒ No2 If you qualify for public charity status, check the appropriate box (2a - 2c below) and skip to **Part V** below.a ☒ **Select this box** to attest that you normally receive at least one-third of your support from public sources or you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization. **Sections 509(a)(1) and 170(b)(1)(A)(vi).**b ☐ **Select this box** to attest that you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income. **Section 509(a)(2).**c ☐ **Select this box** to attest that you are operated for the benefit of a college or university that is owned or operated by a governmental unit. **Sections 509(a)(1) and 170(b)(1)(A)(iv).**

If you are not described in items 2a - 2c above, you are a private foundation. As a private foundation, you are required by section 508(e) to have specific provisions in your organizing document, unless you rely on the operation of state law in the state in which you were formed to meet these requirements. These specific provisions require that you operate to avoid liability for private foundation excise taxes under sections 4941-4945.

☐ **Select this box** to attest that your organizing document contains the provisions required by section 508(e) or that your organizing document does not need to include the provisions required by section 508(e) because you rely on the operation of state law in your particular state to meet the requirements of section 508(e). (See the instructions for explanation of the section 508(e) requirements.)

Part V Reinstatement After Automatic Revocation

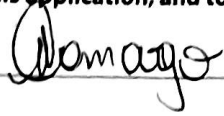
Complete this section only if you are applying for reinstatement of exemption after being automatically revoked for failure to file required annual returns or notices for three consecutive years, and you are applying for reinstatement under section 4 or 7 of Revenue Procedure 2014-11. (Check only one box.)

- 1 ☐ Check this box if you are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By checking this box, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. (See the instructions for requirements.)
- 2 ☐ Check this box if you are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filing this application.

Part VI Signature

- ☒ I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

PAOLA CAMARGO
(Type name of signer)



PRESIDENT
(Type title or authority of signer)

07062026
(Date)