

716626

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

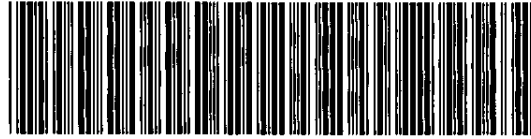
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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T. LEMMON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SERVE, Inc.

DOCUMENT NUMBER: 716626

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

Please return all correspondence concerning this matter to the following:

Donna C. Houchen
(Name of Contact Person)

SERVE, Inc.
(Firm/ Company)

3111 Tampa Bay Blvd
(Address)

Tampa, FL 33607
(City/ State and Zip Code)

donna.houchen@sdhc.k12.fl.us
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna Houchen at (813) 872-5254
(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 6, 2012

DONNA C HOUCHEN
3111 TAMPA BAY BLVD
TAMPA, FL 33607

SUBJECT: SERVE, INC.
Ref. Number: 716626

We have received your document for SERVE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 612A00025658

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SERVE, INC.**

Pursuant to the Florida Not For Profit Corporation Act, the undersigned corporation, SERVE, INC. (the corporation), hereby amends and restates its Articles of Incorporation.

ARTICLE I

The name of the corporation is: SERVE, INC.

ARTICLE II

The purpose for which this corporation is organized is to engage exclusively in activities which are charitable, literary, and educational within the meaning of Section 501(c)(3), Internal Revenue Code of 1986, as amended, including, but not limited to, increasing student achievement and enhancing students' educational experience by implementing and maintaining a program that provides community volunteers to support Hillsborough County educators.

ARTICLE III

The corporation shall have no members.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The affairs of this corporation are to be managed by a Board of Trustees and by the following officers, who shall make up the Executive Board:

President, Immediate Past-President, Vice-President, Secretary, Treasurer and Assistant Secretary-Treasurer. These officers shall be elected by the Board of Trustees at the annual meeting of the Board of Trustees. The Board of Trustees may provide for additional officers who shall be selected in the manner and hold office for the term prescribed by the Board of Trustees.

ARTICLE VI

The Board of Trustees shall consist of at least seven (7) members. The number of trustees may be increased or diminished from time to time in accordance with the corporation's bylaws, but at no time shall there be less than seven (7) members of the Board of Trustees.

ARTICLE VII

The By-Laws of the corporation are to be made, altered and rescinded by an affirmative two-thirds vote of the Board of Trustees of the corporation at any meeting of the Board of Trustees.

ARTICLE VIII

Amendments to the Articles of Incorporation may be adopted by an affirmative two-thirds vote of the Board of Trustees at any Board of Trustees meeting.

ARTICLE IX

This corporation shall have all of the powers granted by law to corporations not for profit which are incorporated under the laws of the State of Florida, except insofar as those powers may be restricted by the provisions of Article II of these Articles of Incorporation. The powers of this corporation shall include, but not be limited to, the following specific powers:

- (a) To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature, or description and wherever situated;
- (b) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitation as may be prescribed by law;
- (c) To lend money, and to take and hold of real and personal property as security for the payment of funds so loaned; and to borrow money, and, from time to time, to make, accept, endorse, execute, and issue

bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired; and

- (d) To invest and reinvest its funds in such stock, common and preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Trustees shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift.

It is specifically provided, however, that the powers of this corporation shall be exercised only in furtherance of one or more "exempt" purposes specified in Section 501(c)(3) of the Internal Revenue Code.

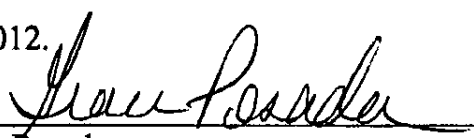
ARTICLE X

No part of the net earnings of the corporation shall ever inure to the benefit of any member of the Board of Trustees or any other private individual nor shall any member of the Board of Trustees or any other private individual be entitled to share in the distribution of any of the corporate assets upon the dissolution of the corporation. In the event of dissolution, all of the assets of the corporation shall be distributed to one or more organizations which qualify as "exempt" within the meaning of Section 501(c)(3) Internal Revenue Code, for use solely for "exempt" purposes within the contemplation of that provision.

ARTICLE XI

The effective date of these Amended and Restated Articles of Incorporation shall be the date on which they are filed with the State of Florida.

Dated this 13 day of Sept., 2012.



Grace Posada
President, SERVE, Inc.

ACCEPTANCE BY REGISTERED AGENT

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

Dated this 13 day of September 2012.

REGISTERED AGENT:

Michael Leeman
501 E. Kennedy Blvd., Suite 1700
Tampa, FL 33602

Articles of Amendment
to
Articles of Incorporation
of

SERVE, Inc.

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

716626

(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:

N/A

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**)

N/A

C. Enter new mailing address, if applicable:

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

N/A

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:

Michael Leeman

501 E. Kennedy Blvd., Suite 1700

(Florida street address)

New Registered Office Address:

Tampa

(City)

Florida

33602

(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

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	N/A	N/A	N/A
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See enclosed Amended and Restated
~~ADD~~ Articles of Incorporation of
SERVE, Inc.

The date of each amendment(s) adoption: April 12, 2012

Effective date if applicable: N/A (filing date)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4/13/12

Signature Grace Posada

(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)

Grace Posada
(Typed or printed name of person signing)

President
(Title of person signing)

**CERTIFICATE ACCOMPANYING
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SERVE, INC.**

Pursuant to the provisions of Section 617.1007 of the Florida Not For Profit Corporation Act, it is hereby certified that:

FIRST: The name of the corporation is SERVE, INC. (the "Corporation").

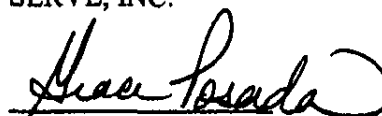
SECOND: The Amended and Restated Articles of Incorporation that this certificate accompanies contain amendments to the Corporation's articles of incorporation that do not require member approval. The Corporation has no members.

THIRD: The Amended and Restated Articles of Incorporation were duly approved and adopted by the Board of Directors of the Corporation on 4/12, 2012.

FOURTH: The Amended and Restated Articles of Incorporation that this certificate accompanies shall be the articles of incorporation of the Corporation.

Dated: 9/13/12

SERVE, INC.


Grace Posada, President