

N.090000000997

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

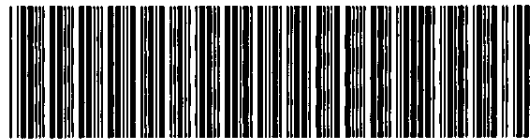
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/03/12--01016--004 **43.75

FILED
12 MAY -3 AM 9:24
STATE
TALLAHASSEE
FLORIDA

MAY 4 2012
C. MUSTAIN

*And
#205*

COVER LETTER

TQ: Amendment Section
Division of Corporations

NAME OF CORPORATION: EVE'S BABY, INC.

DOCUMENT NUMBER: N09000000997

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

Please return all correspondence concerning this matter to the following:

Lincoln McThay
(Name of Contact Person)

Eve's Baby, Inc.
(Firm/ Company)

8601 NW 29th Street
(Address)

Sunrise, FL 33322
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Lincoln McThay at (954) 937-4478
(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:

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

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

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 5, 2012

LINCOLN MCTHAY
8601 NW 29TH STREET
SUNRISE, FL 33322

SUBJECT: EVE'S BABY, INC.
Ref. Number: N09000000997

We have received your document for EVE'S BABY, 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 incorporator(s) cannot be amended or changed. Please correct your document accordingly.

If you are making changes for the corporation, both documents must reflect the same changes. You have different officers/directors on each form and the address differ. Each change must be the same, on our form and the Articles of Amendment that was created and sent in.

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.

Carol Mustain
Regulatory Specialist II

Letter Number: 712A00011074

Articles of Amendment
to
Articles of Incorporation
of

Eve's Baby, Inc.

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

N09000000997

(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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

FILED
12 MAY -3 AM 9:24
STATE
TALLAHASSEE, FLORIDA

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:

Lincoln McThay

8601 NW 29th Street

(Florida street address)

New Registered Office Address:

Sunrise

(City)

Florida

33322

(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:

X Change PT John Doe
X Remove V Mike Jones
X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Jennifer Fabian</u>	<u>130 SW 97th Ave</u> <u>Pembroke Pines, FL 33025</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Sarah Thompson</u>	<u>2242 Washington Street</u> <u>Hollywood, FL 33020</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Jennifer Reckly</u>	<u>9148 NW 38th Place</u> <u>Sunrise, FL 33351</u>
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	_____	_____	_____ _____ _____

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
EVE'S BABY, INC.**

(A Florida Corporation Not for Profit)

The undersigned acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes adopts the following Articles of Incorporation of such corporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be:
EVE'S BABY, INC.

**ARTICLE II
DURATION**

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

**ARTICLE III
CORPORATE PURPOSES**

1. The purposes for which the Corporation is organized and operated are exclusively religious, charitable, and educational within the meaning of Section 501(c) 3 of the Internal Revenue Code of 1986, or a corresponding provision of any future United States Internal Revenue law. Such purposes of the Corporation shall include the following:

(a) To provide mentoring, FCAT prep, homework assistance, tutoring and life skills for youth

(b) To own, maintain, and operate a faith-based center to provide educational services such as afterschool care and reading for literacy to individuals in need.

(c) To provide programs and services to help at-risk youth and youth in the juvenile justice system to help them reach their full potential.

(d) To establish and engage in any other activities that will empower the individuals that we serve.

2. As a means of accomplishing the above purposes and methods, and in compliance with the Florida nonprofit law, the Corporation shall have the following powers:

(a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.

(b) To raise and assist in raising funds for the purposes herein set forth, to accept property and donations in trust for religious purposes.

(c) 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 limitations as may be prescribed by law.

(d) 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 for privileges of the Corporation, wherever situated, whether now owned or hereafter to be acquired.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address and mailing address of the principal office and registered office of the Corporation is:

**8601 NW 29th Street
Sunrise, FL 33322**

The name of the registered agent at such address is: Lincoln McThay.

**ARTICLE V
MANAGEMENT OF CORPORATE AFFAIRS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction, of a Board of Directors that currently consists of seven (5) directors. The number of directors may be increased or decreased from time to time by a majority of the directors, but at no time shall there be fewer than three (3) directors of the Corporation.

**ARTICLE VI
BOARD OF DIRECTORS**

The manner in which the directors of the Corporation shall be elected or appointed shall be governed by the provisions of the Bylaws of the Corporation. The names and mailing addresses of the current directors of the Corporation are:

Lincoln McThay (P/D)
8601 NW 29th Street
Sunrise, FL 33322

Dennisha McThay (VP/D)
8601 NW 29th Street
Sunrise, FL 33322

Jennifer Fabian (D)
1300 SW 9th Ave
Pembroke Pines, FL 33025

Sarah Thompson (D)
2242 Washington Street
Hollywood, FL 33020

Jennifer Reckly (D)
9148 NW 38th Place
Sunrise, FL 33351

**ARTICLE VII
CORPORATE NATURE**

The Corporation is organized under a non-stock basis.

**ARTICLE VIII
MEMBERS**

The membership of the Corporation shall consist of the Board of Directors as voting members.

**ARTICLE IX
AMENDMENTS**

Amendments to these Articles of Incorporation may be adopted by a two-thirds (2/3) majority vote of the Board of Directors in the manner set forth in the Bylaws of this Corporation.

ARTICLE X

The name and address of the Incorporator is:

Lincoln McThay
8601 NW 29th Street
Sunrise, FL 33322

ARTICLE XI DISSOLUTION

In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall go and be distributed to a nonprofit corporation qualifying as an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, and as an organization qualifying as a public charity under the provisions of Section 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or any superseding statute thereof, as the Directors of the Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed or contributed by such Directors, for any other such purposes. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

MISCELLANEOUS

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.
2. 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.
3. 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 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.

The date of each amendment(s) adoption: March 13, 2012

Effective date if applicable: March 30, 2012
(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 04/05/12

Signature Lincoln McThay
(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)

Lincoln McThay
(Typed or printed name of person signing)

President/Director
(Title of person signing)