

NO9000006399



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TALLAHASSEE, FLORIDA

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FEB -5 2010

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: International Volunteers' Corner, Inc.

DOCUMENT NUMBER: N09000006399

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

Please return all correspondence concerning this matter to the following:

Albana Farias

(Name of Contact Person)

International Volunteers' Corner, Inc.

(Firm/ Company)

P.O. Box 558551

(Address)

Miami, FL 33255

(City/ State and Zip Code)

aefrb@yahoo.com

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

For further information concerning this matter, please call:

Albana Farias

(Name of Contact Person)

at (305) 929-3132

(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

January 12, 2010

ALBANA FARIAS
INTERNATIONAL VOLUNTEERS' CORNER, INC.
PO BOX 558551
MIAMI, FL 33255

SUBJECT: INTERNATIONAL VOLUNTEERS' CORNER, INC.
Ref. Number: N09000006399

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

The name designated in your document is unavailable since it is the same as, or it is *not distinguishable from the name of an administratively dissolved/revoked entity*. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P08000100603 - POWER 1, INC..

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) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 310A00000955

Articles of Amendment
to
Articles of Incorporation
of

International Volunteers' Corner, Inc.

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

N09000006399

(Document Number of Corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The Power of 1, Int'l., Inc.

The new

name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

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)

P.O. Box 558551

Miami, Florida 33255

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

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)

| <u>Title</u> | <u>Name</u> | <u>Address</u> | <u>Type of Action</u> |
|---------------|-----------------------------|--|--|
| <u>Pres</u> | <u>Albana Farias</u> | <u>6900 SW 104th Court</u> <u>Miami, FL 33173</u> | <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove |
| <u>Vice-P</u> | <u>Alexandra Montecinos</u> | <u>3287 Overland Ave, Apt 14</u> <u>Los Angeles, CA 90034</u> | <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove |
| | | | <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)

Article II – Principal Office

The principal place of business and mailing address of the corporation shall be 6900 S.W. 104th Court, Miami, Florida, 33173. Its mailing address will be P.O. Box 558551, Miami, Florida 33522 however, it may establish other principal places of business in and out of the State of Florida, as the board of directors may from time to time determine.

Article III – Purpose

A. This corporation is organized and shall be operated as a nonprofit corporation solely and exclusively for charitable and educational purposes, and specially to address basic material, health, and educational needs of poverty-stricken communities worldwide. Without limiting the generality of the foregoing or the character of the affairs to be conducted by the corporation in the future, the corporation initially shall conduct the following business.

Please find attachment for further changes.

B. Volunteers to participate directly in offering their skills and resources to assist worldwide poverty-stricken communities. The corporation will encourage and facilitate educational, medical, and social service professionals to travel to areas of the world where their skills and resources can directly benefit the needs of poverty-stricken communities. The corporation will co-operate with existing non-profit corporations where appropriate as well as initiate new projects where the need is demonstrated.

Article IV – Manner of Election

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the corporation. In no event, shall the number of directors be fewer than three.

Article V – Board of Directors

The Corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a board of directors, whose operations in governing the corporation shall be defined by statute and by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

The number of initial Directors is three. The names and addresses of the initial Directors are:

Ross Besada - President - P.O. Box 10365, Torrance, CA 90505

Alexandra Montecinos - Vice-President - 3287 Overland Ave Apt 14, Los Angeles, CA 90034

Margaret Golakoff - Treasurer - 639 Paseo De La Playa, Redondo Beach, CA 90277

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

Article VI - Personal Liability

No Director, or officer of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the Directors, or officer be subject to the payment of the debts or obligations of this corporation.

Article VII – Limitations

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 as set forth in these articles of incorporation.

A. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 political office.

B. Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under 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 tax code.

Article VIII – Dissolution

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

The date of each amendment(s) adoption: December 22, 2009

Effective date if applicable: December 22, 2009
(date of adoption is required)
(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 December 22, 2009

Signature *Albana Farias*

(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)

Albana Farias
(Typed or printed name of person signing)

Executive Director
(Title of person signing)