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DIVISION OF CORPORATIONS
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Amend/CC
10/20/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HANDIWORK INTERNATIONAL CHILDREN'S HOME,

DOCUMENT NUMBER: ____________________

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

Please return all correspondence concerning this matter to the following:

ELLEN COBB
(Name of Contact Person)

HANDIWORK INTERNATIONAL CHILDREN'S HOME, INC.
(Firm/ Company)

1775 NW 134 Street
(Address)

Miami, FL 33167
(City/ State and Zip Code)

ELLEN@COLSON.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ellen Cobb at (305) 975-1056
(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

Articles of Amendment
to
Articles of Incorporation
of

HANDIWORK INTERNATIONAL CHILDREN'S HOME, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

N11000007859
(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) ______________

____

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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)

Title	Name	Address	Type of Action
2ND VI	TORY COBB	8259 Seven Oaks Drive Jonesboro GA 30236	☑ Add ☐ Remove
SEC	ELLA GRADY	6985 Edgewater Circle Fort Meyers, FL 33919	☑ Add ☐ Remove
			☐ Add ☐ Remove

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

SEE ATTACHED

ATTACHMENT 1

AMENDED ARTICLES OF INCORPORATION
OF
HANDIWORK INTERNATIONAL CHILDREN'S HOME, INC.
A FLORIDA 'NOT FOR PROFIT' CORPORATION

We, the undersigned, with other persons being desirous of forming a Nonprofit Corporation, under the provisions of the Nonprofit Corporation Law of the Florida do agree to the following:

ARTICLE I: NAME

The name of the corporations is **HANDIWORK INTERNATIONAL CHILDREN'S HOME, INC. (HICH, INC.)**. The principal office of the corporation is located at1775 NW 134 Street, Miami, FL 33167. The mailing address of the corporation is 1775 NW 134 Street, Miami, FL 33167.

ARTICLE II: PERIOD OF DURATION

The period of duration is perpetual. The corporation is Organized pursuant to the not for profit corporation laws of the state of Florida. The qualifications for members, if any, and the manner of their admission will be regulated by the bylaws.

ARTICLE III: PURPOSE

Said Corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law. Specifically:

1. To raise the educational and social levels of the youth and adult residents generally throughout the United States, but primarily in the State of Florida, including members of the minority community, to foster and promote community wide interest and concern for the educational and social problems of the said residents to the end that:

    (a) educational and social opportunities may be expanded; and

    (b) facilities and programs for youth and adults to further social, economic and physical development in a safe and wholesome environment will be developed and operated.

2. No part of the net earnings will inure to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations or governmental bureaus, departments of agencies.

All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1954b of the corresponding provision of any future United States internal revenue law

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 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV: POWERS

Not withstanding any other provision of these articles. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal and state income tax under section 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law.

In furtherance, but not in limitation of the foregoing charitable, educational, literary and scientific purposes, the corporation shall have the following powers:

1. To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or services so acquired for the purposes above mentioned;To borrow and lend money and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations, for moneys borrowed, or in payment for property acquired or for any of the purposes of the corporation, and to secure payment of any such obligation 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;To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares or preferred and common stock, and property, real, personal or mixed, tangible or intangible, as the corporations board of directors shall deem advisable and as may be permitted by law

To exercise all other rights and powers conferred upon corporations formed under the Nonprofit Corporation Law of the State of Florida, provided, however, that the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any

Nonprofit Corporation Law of the State of Florida, provided, however, that the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primary purposes of the corporation

All of the foregoing purposes and powers shall be exercised exclusively for charitable, scientific, and educational purposes in such a manner so that the corporation shall qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954, and as amended.

ARTICLE V: ADDRESS

The address of the initial registered office of the corporation is 1775 NW 134 Street, Miami, FL 33167. The registered agent at this address is Ellen Cobbs.

ARTICLE VI: DIRECTORS

1. There shall be eight (8) directors on the initial board of directors.

The method of election of the board of directors shall be stated in the bylaws.

The names and addresses of the initial board of directors are:

Ellen Cobb President/CEO	1775 NW 134 Street Miami, FL 33167.
Lorenzo Cobb Vice President	1775 NW 134 Street Miami, FL 33167.
Lamar Cobb 1st Vice President/Treasurer	775 NW 134 Street Miami, FL 33167.
Tzaradell Blackshear Director	21123 NW 14 Place Unit 141 Miami Gardens, FL 33169

Brenda Jennings Scott Director	310 S. 28 Avenue Hollywood, FL 33040
Marie Pyform Director	11531 SW 128 Street Miami, FL 33176
Tory Cobb 2nd Vice President	8259 Seven Oaks Drive Jonesboro, GA 30236
Ella Grady Secretary	6985 Edgewater Circle Fort Meyers, FL 33919

ARTICLE VII: FORMATION

The corporation is organized exclusively for charitable and educational purposes. The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The corporation shall not distribute any gains, profit or dividends to the directors, officers, or members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable and educational purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes no part of which shall insure to the benefit of any individual.

ARTICLE VIII

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

ARTICLE IX: WINDING UP AND 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 of 1954 to be used exclusively for charitable and trust. Such a manner as may be directed by degree of the circuit court upon petition thereof by the attorney general or by any person concerned in the liquidation.

ARTICLE X

In the event that this corporation shall become a "private Foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the corporation shall distribute its income for each taxable year at such time and in such a manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-denial as defined in section 4941(d) of the Internal Revenue Code shall not retain any excess business holding as defined in section 4943 (c) of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code.

ARTICLE XI: INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made party to any action, suit of proceeding of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by his/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such actions, suitor proceeding that such director or officer is liable for negligence or misconduct in the performance of his duties. such right of indemnification shall not be deemed exclusive of any other rights to which such director or office (or such heirs, executors of administrators) may be entitled apart from this article.

THE REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY

ARTICLE XII: INCORPORATORS

The name and address of the incorporator is: Ellen Cobb, 1775 NW 134 Street, Miami, FL 33167.

IN WITNESS WHEREOF, we the undersigned, being the persons named above as first directors, have executed these Articles of Incorporation the 12th day of October, 2011.

BY: Ellen Cobb Ellen Cobb
Chairman of the Board

BY: Lamar Cobb
Treasurer

BY: Ella N. Grady
Secretary

STATE OF FLORIDA)
MIAMI-DADE)

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared the persons whose names subscribed to the within instruments, personally known to me, and acknowledged to me that they executed these Articles of Incorporation.

WITNESS my hand and seal this 12th day of October, 2011.

Notary Public
My commission expires

ALBERTA RODRIGUEZ
Commission DD 753715
Expires January 30, 2012
Bonded Thru Troy Fain Insurance 800-385-7019

(Notary Stamp or Seal)

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as registered agent and to accept services of process for the above stated corporation (HICH, INC.), at the place and designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 12th day of October, 201

Ellen Cobb

Ellen Cobb
1775 NW 134 Street
Miami, FL 33167

STATE OF FLORIDA }
MIAMI-DADE COUNTY)

The foregoing instrument was acknowledged before me this 13th day of October, 2011.

✓ Personally known to me

___ Provided ______________________ as identification

Alberta Rodriguez
Printed Name (Notary Public) (Notary Seal or Stamp)

Signature (Notary Public)

ALBERTA RODRIGUEZ
Commission DD 753715
Expires January 30, 2012
Bonded Thru Troy Fain Insurance 800-385-7019

My commission expires

The date of each amendment(s) adoption: October 12, 2011

(date of adoption is required)

Effective date <u>if applicable</u>: October 12, 2011

(no more than 90 days after amendment file date)

Adoption of Amendment(s) **<u>(CHECK ONE)</u>**

☐ 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 October 12, 2011

Signature Ellen Cobb

(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)

Ellen Cobb

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)