

# N12000003195

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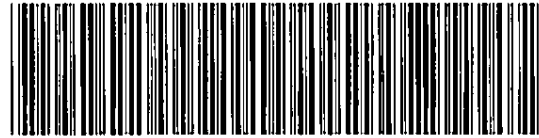
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### FILED

Special Instructions to Filing Officer:

*Joseph Barnuske gave permission to add the members name to adoption and make other corrections.*

Office Use Only

*09-13-18*

*Amended  
i.e.  
9-13-18  
Revised  
Art.*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 11, 2018

JOSEPH BARNOSKE  
GENERATION OUTCRY INTERNATIONAL INC.  
3918 SUNSET LAKE DR.  
LAKELAND, FL 33810

SUBJECT: GENERATION OUTCRY INTERNATIONAL INC.  
Ref. Number: N12000003195

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

THE ONLY NAME THAT SHOULD BE MENTIONED WHEN REFERRING TO THIS CORPORATION IS GENERATION OUTCRY INTERNATIONAL INC. PLEASE REMOVE ANY OTHER NAMES FROM THE DOCUMENT. IN ARTICLE I OF THE DOCUMENT, YOU MUST REMOVE ALL THE OTHER NAMES MENTIONED. IF YOU WISH TO FILE A FICTIOUS NAME WITH THE OTHER NAMES, YOU MAY DO SO BY FILING THE FIC. REGISTRATION FORM.

If the Restated Articles were adopted by the directors and do not contain any amendments requiring member approval, a statement to that effect must be contained in the document.

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.

Darlene Connell  
Regulatory Specialist II Supervisor

Letter Number: 618A00018852



**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
FOR**

**GENERATION OUTCRY INTERNATIONAL INC.**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

**1.01 Name**

The name of this corporation shall **GENERATION OUTCRY INTERNATIONAL INC.** The business of the corporation may be conducted as Generation Outcry International Inc.

**ARTICLE II**

**ADDRESSES OF THE CORPORATION**

**2.01 Corporate Address**

The corporation's principle address is:

3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

The corporation's mailing address is:

3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

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## **ARTICLE III**

### **PURPOSE**

#### **3.01 Purpose**

Generation Outcry International Inc. is a non-profit corporation and shall operate exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The mission of Generation Outcry is to empower the future generation of leaders to engage their peers and leave a positive impact on society by generating global transformation. We provide inspirational speeches, leadership seminars, empowerment conferences, community service projects, and curricula to serve the community and perform these approaches in schools, libraries, convention centers, and other public venues.

Generation Outcry utilizes social media and our corporate website to provide facts, statistics, and other related data on solving six complex problems currently affecting society: bullying, suicide, violence, sex trafficking, homelessness, and hunger. Our main strategy to accomplish these transformations involves sending "mission ambassadors" into their own communities to raise social consciousness about these causes on a local and global level. We hold fundraising events in order to provide immediate relief to those suffering of these problems and provide assistance to anyone in need, regardless of their race, gender and ethnicity.

At times, per the discretion of our Board of Directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs to have a greater impact for change.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for charitable purposes.

#### **3.02 Public Benefit**

Generation Outcry International Inc. is designated as a public benefit corporation.

## **ARTICLE IV**

### **NON-PROFIT NATURE**

#### **4.01 Non-profit Nature**

Generation Outcry International Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to

organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of Generation Outery International Inc. 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 the Article Third (purpose clause) hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Generation Outery International Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of Generation Outery International Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of the Generation Outery International Inc., all liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made. Therefore, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Generation Outery International Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Generation Outery International Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Generation Outery International Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The

court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### **4.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

#### **5.01 Governance**

Generation Outcry International Inc. shall be governed by its Board of Directors.

#### **5.02 Appointment of Directors**

The manner in which directors are elected or appointed shall be provided for in the Bylaws.

### **5.03 Initial Directors**

The initial directors of the corporation shall be

Title: Co-President  
BARNOSKE, JOESPH D  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

Title: Co-President  
BARNOSKE, NATALIE L  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

Title: Secretary  
JANSEEN, CYRUS  
8528 CORNISH STREET  
VANCOUVER, BC V6P 5B8

## **ARTICLE VI**

### **MEMBERSHIP**

#### **6.01 Membership**

Generation Outcry International Inc. shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws.

## **ARTICLE VII**

### **AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.



## ARTICLE VIII

### APPOINTMENT OF REGISTERED AGENT

#### 8.01 Registered Agent

The name and Florida street address of the registered agent is:

BARNOSKE, JOSEPH D.  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

#### **Acknowledgment of consent to appointment as registered agent**

I, JOSEPH BARNOSKE agree to be the registered agent for Generation Outery International Inc. as appointed herein.

Electronic Signature of Registered Agent: JOSEPH BARNOSKE Date: February 9, 2018

## ARTICLE IX

### INCORPORATOR

#### 9.01 Incorporator

The name and address of the incorporator is:

BARNOSKE, JOSEPH D.  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Electronic Signature of Incorporator: JOSEPH BARNOSKE Date: February 9, 2018

# Article X

## EFFECTIVE DATE


### 10.01 Effective Date

The effective date for this corporation shall be March 23, 2012.

## Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Generation Outcry International Inc. were approved by the Board of Directors on February 9, 2018 and constitute a complete copy of Articles of Incorporation of the Generation Outcry International Inc. **There are no members or members entitled to vote on the amended and restated articles of incorporation.**

Title: President  
NATALIE L BARNOSKE  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

SIGNATURE: 

DATE: 9/3/2018

Title: President  
JOESPH D BARNOSKE  
3918 SUNSET LAKE DR  
LAKELAND, FL. 33810

SIGNATURE: 

DATE: 9/3/2018