

N14000008722

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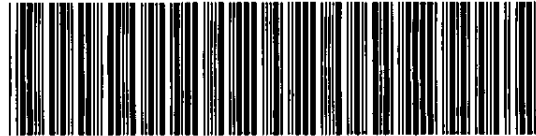
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DATE: 12/13/16

NAME: THE INFUSE PROJECT INC

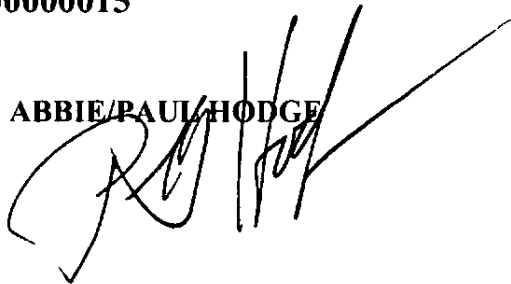
TYPE OF FILING: AMENDMENT

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AUTHORIZATION: ABBIE/PAUL/HODGE

A handwritten signature in black ink, appearing to be a stylized combination of the names Abbie, Paul, and Hodge, written over the printed authorization text.

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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
THE INFUSE PROJECT INC.

(A Florida Not for Profit Corporation)

N1400000 8722

The undersigned, pursuant for the purpose of amending the Articles of Incorporation of the nonprofit corporation identified below delete all existing articles and do hereby make and adopt the following Articles of Amendment to the Articles of Incorporation pursuant to Florida Statutes:

ARTICLE ONE
NAME

The name of the Florida Not for Profit is THE INFUSE PROJECT, INC. ("Corporation").

ARTICLE TWO
NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit.

ARTICLE THREE
EXISTENCE AND DURATION

The corporate existence of the Corporation shall be effective September 18, 2014 and the duration of the Corporation shall be perpetual.

ARTICLE FOUR
PURPOSES

The corporation is organized to do job training, entrepreneurship development, economic development, community development, life skills training and mentoring by educating and empowering women and youth.

The Corporation is organized exclusively for charitable, educational and scientific purposes, including making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

**ARTICLE FIVE
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is:

209 San Carlos Avenue, Suite #111
Sanford, Florida 32771

**ARTICLE SIX
INITIAL REGISTERED AGENT**

The initial registered agent shall be Barbara J. Rivera, 209 San Carlos Avenue, Suite #111, Sanford, Florida 32771.

**ARTICLE SEVEN
MEMBERSHIP**

The qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation. Members shall not have any voting rights or other rights except as provided by the Bylaws.

**ARTICLE EIGHT
BOARD OF DIRECTORS**

The Board of Directors of this Corporation shall be comprised of Three (3) persons whose names and addresses are as follows:

Barbara J. Rivera
209 San Carlos Avenue, Suite 111
Sanford, Florida 32771

Wendie Klem
209 San Carlos Avenue, Suite 111
Sanford, Florida 32771

Jane Blankenship
209 San Carlos Avenue, Suite 111
Sanford, Florida 32771

The Board of Directors shall consist of no less than three directors and they shall manage the affairs of the Corporation. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of the directors shall be done in accordance with the Bylaws. The directors shall be protected for all personal liability to the fullest extent permitted by law.

ARTICLE NINE INCORPORATORS

The name and address of the initial incorporator is Barbara J. Rivera, 209 San Carlos Avenue, Suite #111, Sanford, Florida 32771.

ARTICLE TEN OFFICERS

The Officers of the Corporation shall consist of a President, Vice-President and Secretary and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors, at such time and in such manner as will be prescribed by the Bylaws.

ARTICLE ELEVEN QUORUM AND VOTING

A majority of the Voting Directors shall constitute a quorum at a meeting of the Board. If a quorum is present, the affirmative vote of the majority of the Directors represented at the meeting and entitled to vote on the subject matter shall be the act of the Board.

ARTICLE TWELVE INFORMAL ACTION OF DIRECTORS

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the minutes of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE THIRTEEN THE BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE FOURTEEN AMENDMENT OF ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of

the State of Florida, as amended from time to time, unless the Corporation adopts more specific provisions for amendments.

ARTICLE FIFTEEN LIMITATION OF ACTIONS

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not disposed, shall be disposed by the Circuit Court in and for Orange County, Florida or to such organization, as said court shall determine, which are organized and operated exclusively for such purposes

Notwithstanding any other provision of these Articles of Incorporation this Corporation shall not carry on any such activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its Members, Directors or Officers, but 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 Four.

ARTICLE SIXTEEN NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

ARTICLE SEVENTEEN HEADINGS AND CAPTIONS

The headings and captions of these Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of various Articles shall not be influenced by any of the headings or captions.

IN WITNESS WHEREOF, the undersigned Directors have executed these Articles of Amendment to the Articles of Incorporation in and a manner and form sufficient to them this 7 day of April 2016.



BARBARA J. RIVERA

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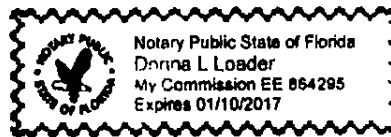
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STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 7th day of April 2016 by Barbara J. Rivera who is personally known to me and who did (did not) take an oath.



Donna L. Loader

Notary Public
My commission expires _____

ACCEPTANCE BY REGISTERD AGENT

The undersigned hereby accepts the appointment as Registered Agent of Barbara J. Rivera, which is contained in the foregoing Articles of Amendment to the Articles of Incorporation.

Dated this 7 day of April 2016.

Barbara J. Rivera

BARBARA J. RIVERA
REGISTERED AGENT