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Division of Corporations

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Division of Corporations
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April 1, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

~~COMPARTE POR UNA VIDA, INC.~~
2750 NE 185TH ST
AVENTURA, FL 33180US

SUBJECT: COMPARTE POR UNA VIDA, INC.
REF: N17000005711

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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Claretha Golden
Regulatory Specialist II

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TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

COMPARTE POR UNA VIDA, INC.

THE UNDERSIGNED, on behalf of this not-for-profit corporation, pursuant to Chapter 617, Florida Statutes, hereby adopt the following Amended Articles of Incorporation for such corporation.

These Amended and Restated Articles of Incorporation replace in its entirety the Articles of Incorporation filed on May 30, 2017, with the Florida Secretary of State.

RECITALS

WHEREAS, the Directors desire to change the name of the corporation from COMPARTE POR UNA VIDA, INC. to SHARE LIFE FOUNDATION, INC.

NOW, THEREFORE, the Directors desire to amend and restate the Articles of Incorporation in order to reflect the changes detailed in Recital A.

ARTICLE I
NAME

The name of the corporation shall be:

SHARE LIFE FOUNDATION, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business of this corporation shall be:

2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

The mailing address of this corporation shall be:

2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

ARTICLE III
PURPOSE(S)

The general purpose for which the Corporation is formed is to operate exclusively for such educational, scientific, and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws. The Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or ~~intervene (by publication or distribution of any statement or otherwise) in any political campaign~~ on behalf of any candidate for public office.

The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation will not make any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be set forth in the By-laws of the corporation.

ARTICLE V
DIRECTORS

The name and street address of the Directors are as follows:

Ana Isabel Otero
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

María Corina Giménez
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

Annabella Pavan
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

ARTICLE VI
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented.

ARTICLE VII
DISSOLUTION

Upon dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation or corporation which is organized exclusively for charitable purposes and which has secured a tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE VIII
MEMBERS

The Corporation will have members. The bylaws of the Corporation contain provisions relating to the qualification for membership, the rights of members, and other such matters.

ARTICLE IX
CERTIFICATION

The Board of Directors adopted the Amended and Restated Articles of Incorporation which do not contain any amendments requiring member approval.

ARTICLE X
REGISTERED AGENT AND STREET ADDRESS

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

World Corporate Services, Inc.

2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

ARTICLE XI
EFFECTIVE DATE AND TIME

The effective date and time of these Amended and Restated Articles of Incorporation shall be the date and time that these Amended and Restated Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Amended and Restated Articles of Incorporation. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

World Corporate Services Inc, a Florida corporation

By: E. Diaz

Elena Diaz, Secretary

IN WITNESS WHEREOF, the undersigned has executed theses Amended and Restated Articles of Incorporation on this 2nd day of April 2019 and affirms that the facts stated herein are true.

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Elena Diaz, who is well known to me to be the person described in and who executes these Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

2nd SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this day of April, 2019

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of and designation as, registered agent for service of process within the State of Florida of SHARE LIFE FOUNDATION, INC. named in the Articles of Incorporation hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article X of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 2nd day of April, 2019

World Corporate Services Inc, a Florida corporation

By: _____

Elena Diaz, Secretary