

N18000214534

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H18000214534 3)))



H180002145343ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

FILED  
18 JUL 25 AM 10:43

To: Division of Corporations  
Fax Number : (850)617-6380

From: Account Name : TRENAM, KEMKER, SCHARF, BARKIN, FRYE, O'NEILL & MULLIS, P.A.  
Account Number : 076424003301  
Phone : (813)223-7474  
Fax Number : (813)227-0435

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: nicjoh@aol.com

S TALLENT  
JUL 26 2018

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
EMPOWERMENT FOUNDATION, INC.

RECEIVED  
18 JUL 25 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$43.75

*Amend or Restated*

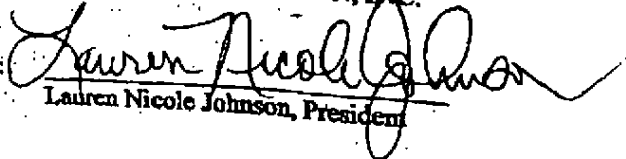
**ARTICLES OF RESTATEMENT  
OF  
EMPOWERMENT FOUNDATION, INC.**

EMPOWERMENT FOUNDATION, INC., a not-for-profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend and restate its Articles of Incorporation as now in effect, in accordance with the requirements of Section 617.1007 Florida Statutes, does hereby certify as follows:

1. The name of the Corporation is Empowerment Foundation Inc., and its Document Number with the Florida Department of State is N18000004857.
2. The Amended and Restated Articles of Incorporation filed together herewith are a complete restatement of the Corporation's Articles of Incorporation, and supersede in their entirety any and all prior Articles of Incorporation and amendments thereto filed with the State of Florida.
3. The Amended and Restated Articles of Incorporation filed together herewith were duly authorized, approved and adopted by all of the members of the Board of Directors by a unanimous written consent dated as of June 29, 2018, and the Corporation does not have any Members.
4. These Articles of Restatement of the Corporation, together with the following Amended and Restated Articles of Incorporation, shall be effective upon filing hereof with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Restatement of Empowerment Foundation, Inc. as of the 29th day of June, 2018.

EMPOWERMENT FOUNDATION, INC.

By:   
Lauren Nicole Johnson, President

FILED  
18 JUL 25 AM 10:48  
CORPORATION OF FLORIDA  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
EMPOWERMENT FOUNDATION, INC.**

The undersigned hereby makes, subscribes, acknowledges and files with the Department of State of Florida these Amended and Restated Articles of Incorporation.

**ARTICLE I**

**Name**

The name of this corporation shall be:

**EMPOWERMENT FOUNDATION, Inc.**

**ARTICLE II**

**Principal Office and Mailing Address**

The address of the principal office and mailing address of this corporation shall be:

13580 Traditions Drive  
Seminole, Florida 33776

**ARTICLE III**

**Purposes**

(a) This corporation is organized and shall be operated exclusively for charitable, educational, literary and scientific purposes, and other purposes for which an organization may be organized and operated under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In order to accomplish the foregoing, it shall be within the purposes of this corporation to establish and maintain charitable and educational activities, and to take such other action which, from time to time, shall be necessary or desirable to implement and further the said purposes.

(b) It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the active conduct of its charitable or educational purposes directly or through one or more grantee organizations.

FILED  
18 JUL 25 AM 10:49  
DEPARTMENT OF STATE  
CORPORATION DIVISION

(c) No part of the net earnings of this corporation shall inure to the benefit of any Director, officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no Director, officer of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(d) Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code") or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

(e) Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which then would qualify for the provisions of Section 501(c)(3) of the Code and the regulations issued thereunder, and no Director, officer or private individual shall be entitled to share in the distribution of any of the assets.

#### ARTICLE IV

##### Powers

(a) This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, educational, literary and scientific purposes for which this corporation is organized.

(b) This corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:

(i) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or

(ii) As a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

## **ARTICLE V**

### **No Members**

The corporation shall have no members.

## **ARTICLE VI**

### **Term of Existence**

The term for which this corporation is to exist shall be perpetual.

## **ARTICLE VII**

### **Registered Agent and Registered Office**

The registered agent of this corporation shall be Lauren Nicole Johnson, and the registered office of this corporation shall be 13580 Traditions Drive, Seminole, Florida 33776. This corporation shall have the right to change such registered agent and registered office as provided by law. The Board of Directors of the Corporation may, from time to time, move the location of the registered office to any other address and change the registered agent.

## **ARTICLE VIII**

### **Officers and Directors**

The affairs of this corporation shall be managed by a Board of Directors who shall be elected as provided in the by-laws, and by officers who shall be elected by the Board of Directors. The officers thus to be elected shall be a president, a secretary and a treasurer and such other officers as may be provided for in the by-laws of this corporation. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be as provided in the by-laws.

The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the by-laws of this corporation. The number shall not be less than three, but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Meetings of the directors may be held within or without the State of Florida.

**ARTICLE IX****Directors**

The names and addresses of the members of the first Board of Directors, who, subject to these Articles, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of this corporation's existence, and until their successors have been duly elected and qualified are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Lauren Nicole Johnson	13580 Traditions Drive Seminole, Florida 33776
George Johnson	14360 84 <sup>th</sup> Terrace North Seminole, Florida 33776
Emily Lloyd	2674 Firestone Drive Clearwater, Florida 33761

**ARTICLE X****Bylaws**

The bylaws of this corporation may be made, altered, amended or repealed and new by-laws may be adopted from time to time by a majority vote of the directors of this corporation.

**ARTICLE XI****Amendment of Articles of Incorporation**

These Articles may be amended by resolution adopted by the majority vote of the directors of this corporation present at any meeting duly called and convened; provided, however, that unless ten days' advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each director prior to such meeting, or such notice shall have been waived in writing, these Articles may be amended only by resolution adopted by two-thirds vote of the directors present at such meeting.

[Signature to Follow]

Judy L. Welch 8132270486


(07/08) 07/25/2018 02:58:19 PM

H18000214534

**IN WITNESS WHEREOF**, the Corporation has caused these Amended and Restated  
Articles of Incorporation of Empowerment Foundation, Inc. to be executed as of the 29 day of  
June, 2018.

EMPOWERMENT FOUNDATION, INC.

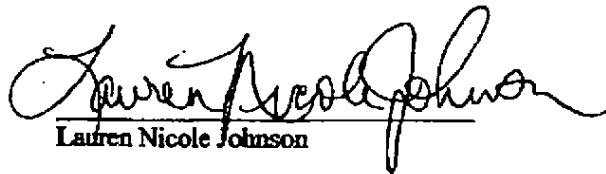
By:

  
Lauren Nicole Johnson, Director

**EMPOWERMENT FOUNDATION, INC.**  
**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Amended and Restated Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 29 day of June, 2018.

  
Lauren Nicole Johnson