

InDios

N22691

PH (561)597-3838 FAX(561)597-4645

Email: Indios@gate.net

May 20, 1998

Amendment Section
Department of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
98 MAY 22 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed please find the Amended Articles of Incorporation for InDios, Inc. Indiantown, FL. The document has been reviewed by legal counsel, the Board of Directors, and is in compliance with the requisite Florida Statutes.

The filing fee of \$35.00 is attached.

Thank you for effecting this Amendment as soon as possible.

Sincerely,

Keddie (Colette) Powers

Keddie (Colette) Powers
President of the Board of Directors

200002534032--2
-05/22/98--01111--006
*****35.00 *****35.00

*Amend + Restated
5-29-98
CC*

P. O. BOX 901 INDIANTOWN, FLORIDA 34956

AMENDED AND RESTATED
ARTICLES OF INCOPORATION OF
InDios, Inc.
(A Corporation Non-For-Profit)

FILED
98 MAY 22 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Amended and Restated Articles of Incorporation, duly adopted by a majority vote of the membership on May 15, 1998 pursuant to the authority and provisions of the Florida Statutes, Section 617.0201(4) and the existing Articles of Incorporation and Bylaws of InDios, Inc., supersede and take the place of the Articles of Incorporation, which were filed with the Secretary of State on September 28, 1987, and hereby specifically amend Articles 2, (A) of said Articles of Incorporation and; furthermore, there is no discrepancy between the Articles of Incorporation and these Amended and Restated Articles of Incorporation except for the Amended Articles noted herein.

BE IT RESOLVED that the Amended Articles of Incorporation of InDios, Inc., a Florida not - for - profit corporation, be, and the same are hereby, amended and restated to read as follows:

ARTICLE I

- (A) The name of the corporation is InDios, Inc.
- (B) The existence of the corporation shall be perpetual and shall commence its existence on the date of filing and assignment of charter number.
- (C) The principal office of the corporation will be located at 16630 S. W. Warfield, Indiantown, Florida 33456.
- (D) The resident agent of the corporation is Colette Powers, Myrtle Drive, Box 8, Indiantown, Florida 33456.

ARTICLE II

The purpose for which the corporation is formed and the business and objectives to be carried on and promoted by it, are as follows:

- (A) This corporation is organized to provide assistance to primarily but not exclusively, to immigrants and farm workers, and persons in need, which will facilitate their establishment and/or adjustment to a more stable life. The corporation will focus on, but not limited to assistance in the areas of obtaining affordable housing, achieving citizenship in this country, and providing education on how to better assimilate into the local area and this country.
- (B) The corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.
- (C) Notwithstanding any other provision of these articles, the purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501©(3) of the Internal Revenue Code.

ARTICLE III

Except as limited by these articles of Incorporation or its Bylaws, the corporation shall have and exercise all rights and powers in furtherance of its purposes as an now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida, including but not limited to the following:

- (A) To buy, own, sell, convey, assign, mortgage or lease any

interest in real state and personal property, and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article II.

- (B) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.
- (C) To do and perform all acts reasonably necessary to accomplish the purposes of the corporation.
- (D) No part of the net earnings of this corporation shall be distributed to or inure to the benefit of any incorporator, member, director, or other officer of this corporation, contributor or private individual. In the event of dissolution, winding up, or other liquidation of the assets of this corporation, its assets shall be distributed to non-profit and charitable corporations or institutions as shall qualify for exemptions under Section 501 © (3) of the Internal Revenue Service Code of 1954, as amended, and as may be designated by the directors to be used for purposes similar to those of this corporation.
- (E) Notwithstanding any other provision these articles of incorporation this corporation shall not carry on any other activities not permitted to be

carried on by (a) a corporation exempt from Federal income tax under Section 501 ©(3) of the Internal Revenue Code of 1954 or the Corresponding provision of any future united States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170 © (2) of the internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

The number of directors of the corporation shall be no less than three (3) nor more than Twenty- Five (25) and shall be elected by the members of the corporation from the membership. Only members of the corporation may sit as a director. The current directors are set below:

Name	Address
Colette Powers	P. O. Box 8 Indiantown, Florida
Paul Siefker	P. O. Box 294 Indiantown, Florida
Edward Appleton	P. O. Box 365 Indiantown, Florida
Leonel Farias	142 New Hope Community Indiantown, Florida
Socorro Castro	14517 Tuamani Court Indiantown, Florida
Miguel Juan	P. O. Box 901 Indiantown, Florida
Polly Gaspar	P. O. Box 613 Indiantown, Florida

Bob Howe

Rev. Frank O'Loughlin

15867 S. W. 150th
Indiantown, Florida
9999 N. Military Trail
Palm Beach Gardens, FL

The directors shall serve without compensation.

Membership in the corporation shall, at all times, be limited to individuals who subscribe to the purposes of this corporation as contained here.

The officers of this corporation as provided by the Bylaws of the corporation, shall be elected by the directors of the corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The directors shall elect the regular officers of the corporation at the annual meeting for term of one (1) year.

Where the term "Director" or "Directors" is used in connection with the governing Board of this corporation, it shall be interchangeable with the term "Trustee" or "Trustees" in connection with the governing Board of this corporation.

ARTICLE V

The affairs of the corporation shall be managed by the President, Vice-president, Secretary, and Treasurer and such other officers as may from time to time be created by the Bylaws. The Secretary and Treasurer may be one and the same person and need not be a director of the corporation. Other officers must be directors of the

corporation. The names of the officers and the offices they shall hold until the next election hereinafter provided for shall be:

Colette Powers	President
Paul Siefker	Vice President
Leonel Farias	Secretary/Treasurer

ARTICLE VI

The annual meeting of the Board governing this corporation shall be held in accordance with the Bylaws.

ARTICLE VII

these Articles of Incorporation may be amended by a majority vote of the membership at any regular meeting, or any special meeting called for that purpose, after first giving at least ten (10) days notice to the membership.

ARTICLE VIII

The Bylaws of the corporation shall be adopted by the Members and may be amended from time to time by a majority vote of the membership present and voting at any regular meeting, or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles of Incorporation.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

InDIOS, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article II (A) Amended:

This corporation is organized to provide assistance to primarily but not exclusively, to immigrants and farm workers, and persons in need, which will facilitate their establishment and/or adjustment to a more stable life. The corporation will focus on, but not limited to assistance in the areas of obtaining affordable housing, achieving citizenship in this country, and providing education on how to better assimilate into the local area and this country.

SECOND: The date of adoption of the amendment(s) was: May 15, 1998

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

InDios, Inc.

Corporation Name

Keddie (Colette) Powers

Signature of Chairman, Vice Chairman, President or other officer

Keddie (Colette) Powers

Typed or printed name

President of Board of Directors

Title

May 15, 1998

Date