

N08000007458

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

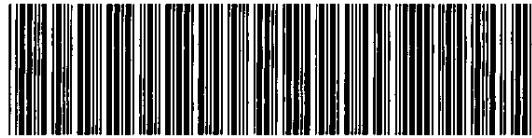
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 MAR 30 PM 12:47

Amend/CUS  
@ 3/31/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** PUMPED FOR CHANGE, INC.

**DOCUMENT NUMBER:** # N08000007458

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CARLOS PENA

(Name of Contact Person)

PUMPED FOR CHANGE

(Firm/ Company)

40 NE 1ST AVE. STE 604

(Address)

MIAMI, FL 33132

(City/ State and Zip Code)

For further information concerning this matter, please call:

CARLOS PENA

(Name of Contact Person)

at ( 305 ) 371-3955

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

PUMPED FOR CHANGE, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

# N08000007458

(Document Number of Corporation (if known))

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 MAR 30 PM 12:47

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

N/A

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

N/A

*(Principal office address **MUST BE A STREET ADDRESS**)*

**C. Enter new mailing address, if applicable:**

N/A

*(Mailing address **MAY BE A POST OFFICE BOX**)*

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

N/A

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**  
*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
D	JEF LOEB	2001 CALIFORNIA ST#109 SAN FRANCISCO, CA 94109	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
D	ANA-MARIA MIYARES	7930 SW 131 AVE MIAMI, FL 33187	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
D	SUZANNE PENA	801 BRICKELL BAY DR # 1164 MIAMI, FL 33132	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

PLEASE SEE ATTACHED SHEET. ARTICLES OF INCORPORATION HAVE BEEN  
 EXPANDED TO PROVIDE ADDITIONAL DOCUMENTATION INCLUDING THE  
 "PURPOSE" AND "DISSOLUTION" CLAUSE.

Pumped for Change, Inc.  
Document No: # N08000007458

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:  
(Attach additional sheets, if necessary)

Title	Name	Address	Type of Action
D	Natalie Sannemalm	133 NE 2 <sup>nd</sup> Ave Pt 202, Miami, FL 33132	Add

Amendment  
To  
**ARTICLES OF INCORPORATION OF  
PUMPED FOR CHANGE, INC.**

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**ARTICLE I  
NAME/REGISTERED OFFICE**

The name of this corporation shall be: PUMPED FOR CHANGE, Inc. The corporation's registered office is located at: 40 NE 1<sup>st</sup> Ave, Suite 604. Miami, FL 33132

**ARTICLE II  
PURPOSE**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall support and increase public awareness of nonprofit activities & socially responsible organizations; to provide research and assistance to foundations and corporate giving programs about the needs of organizations that serve or advocate for disadvantaged people; to design and develop funding opportunities for nonprofit organizations; to strengthen the stability of the nonprofit sector; and to educate the public about the funding needs of organizations that provide services or advocacy for disadvantaged people. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III  
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is

determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.

#### **ARTICLE IV DIRECTORS/MEMBERS**

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

#### **ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE VI DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE VII INCORPORATOR**

The incorporator of this corporation is:

Carlos F. Peña Jr. residing at 801 Brickell Bay Dr. Suite 1164. Miami, FL 33132.

The undersigned incorporator certifies both that he execute these Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, he is subject to the criminal penalties for perjury set forth Florida Statutes as if this document had been executed under oath.

Signature



Date

3/12/09

The date of each amendment(s) adoption: 3/15/09

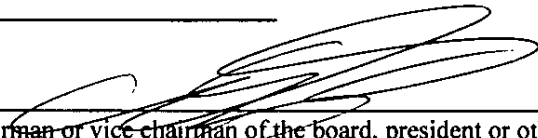
Effective date if applicable: 3/15/09  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/15/09

Signature   
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

CARLOS F PEÑA  
(Typed or printed name of person signing)

CEO  
(Title of person signing)