

116000155680

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

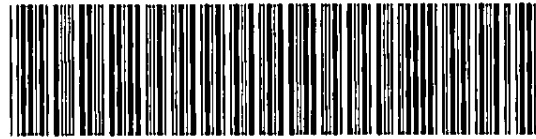
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500319826355

10/23/18--01020--007 **30.00

FILED
18 OCT 23 AM 5:14

O SIMMONS
NOV 06 2018

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Allfather Kindred LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

James Gillett

Name of Person

Allfather Kindred LLC

Firm/Company

2831 Ringling Blvd Ste 122 F

Address

Sarasota, FL 34237

City/State and Zip Code

allfatherkindred@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James Gillett

941 320-9109

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Page 1 of 3

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager

AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Sec	Nancy Vera	2831 Ringling Blvd. Ste 122 F Sarasota, FL 34237	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
MGR	Jamey A. Grey		<input type="checkbox"/> Add
		70th Ave North. Pinellas Park, FL 33781	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Change
MGR	Marcel Gillett	2831 Ringling Blvd. Ste 122 F Sarasota, FL 34237	<input checked="" type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Change

D. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

See Attached Sheet "E"

Amend - Article VI

Add - Article VII

Add - Article VIII

Add - Article IX

Add - Article X

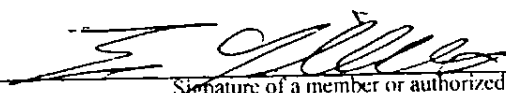
E. Effective date, if other than the date of filing: _____ **(optional)**

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:
(b) The 90th day after the record is filed.

Dated 10/17 _____, 2018



Signature of a member or authorized representative of a member

James Gillett

Typed or printed name of signee

E. Amendments and Additional Articles

EIN 81-3662795

Amend -Article VI

The specific purpose for which this corporation is organized as a non-profit religious organization is exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal code. Allfather Kindred LLC's purpose is to address, educate, coordinate, and provide Asatru religious services as well as facilitate and or participate in other heathen/pagan or metaphysical forms of services to bridge the divide between the various belief systems to include mainstream faiths. Our efforts will include providing educational series about, but not limited to Heathen and Pagan thought, Holistic Arts, New Age, Trans-personal, and Metaphysical forms of Spirituality. As the laws of our State permit we will council, coach, each and advance the practice of all forms of spiritual healing, spiritual counseling, spiritual wellness, and or any form of spiritual service. Allfather Kindred LLC will also offer services to the community at large, to include but not limited to outreach programs that will aid any person in need to include the aging, veterans, children, men and women to enhance or assist them with housing, health, and safety needs. Services will include prison outreach with specific information regarding the Asatru faith and its history.

Add-Article VII

Nonprofit Status and Exempt Activities Limitation.

(a) The corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to conduct any and all lawful acts which may be necessary or convenient to affect the charitable and religious purposes, for which the corporation is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

(b) Nonprofit Legal Status. Allfather Kindred LLC is a Florida non-profit religious entity, recognized under Section 501(c)(3) of the United States Internal Revenue Code.

(c) Exempt Activities Limitation. Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or conduct any activity on behalf of the corporation that may negatively impact the organizations exempt status under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended. No portion of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that 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 the Articles of Incorporation and these Bylaws.

(d) Distribution Upon Dissolution. Upon termination or dissolution of the Allfather Kindred LLC, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) (3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose. This actions intent is to legally terminate or dissolve the corporation. The organization to receive the assets of the Allfather Kindred LLC, hereunder shall be selected at the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Allfather Kindred LLC, by one (1) or more of its managing body which verified petition shall contain such statements that reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida. In the event that the court shall find that this section is applicable but that there is no qualifying organization to receive the indicated assets, then the court shall direct the distribution of said assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

Add-Article VIII

Limitation of Liability

Any Director, Officer, Employee, Independent Contractor, or Agent will not be liable to the corporation or third parties for monetary damages while executing his or her duties in good faith. This article does not limit liability for actions of any of the aforementioned individuals who may be found to have committed any act in bad faith or with gross negligence.

Add-Article IX

Indemnification

(a) Mandatory Indemnification. The corporation shall indemnify a director or former director, who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she is or was a director of the corporation against reasonable expenses incurred by him or her in connection with the proceedings.

(b) Permissible Indemnification. The corporation shall indemnify a director or former director made a party to a proceeding because he or she is or was a director of the corporation, against liability incurred in the proceeding, if the determination to indemnify him or her has been made

in the manner prescribed by the law and payment has been authorized in the manner prescribed by law.

(c) Advance for Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case, upon receipt of (I) a written affirmation from the director, officer, employee or agent of his or her good faith belief that he or she is entitled to indemnification as authorized in this article, and (II) an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation as stipulated in the corporations By-Laws.

(d) Indemnification of Officers, Agents and Employees. An officer of the corporation who is not a director is entitled to mandatory indemnification under this article to the same extent as a director. The corporation may also indemnify and advance expenses to an employee or agent of the corporation who is not a director, consistent with Florida Law and public policy, provided that such indemnification, and the scope of such indemnification, is set forth by the general or specific action of the board or by contract.

Add- Article X

Power/Limitation

Lobbying: No part of the corporations activities will be dedicated to political activism, lobbying or creating an atmosphere of political propaganda.

Notwithstanding other provisions of these Articles, the corporation shall not permit any activities to be performed that are not permissible under Section 501©(3) of the Internal Revenue Code, or the corresponding section of any and all future federal tax code, or by a corporation which deducts contributions under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.