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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT AND RESTATEMENT
OF THE ARTICLES OF INCORPORATION OF
GARCIA FAMILY FOUNDATION I, INC.

Pursuant to Section 617.1007 of the Florida Not for Profit Corporation Act (the "Act"), the Articles of incorporation of GARCIA FAMILY FOUNDATION I, INC., a Florida not for profit corporation (the "Corporation"), are hereby amended and restated as follows:

1. The name of the Corporation is GARCIA FAMILY FOUNDATION I, INC. The document number is N02000009449.
2. The Articles of Incorporation, as amended and restated, are attached hereto as Exhibit A (the "Amended and Restated Articles").
3. The Amended and Restated Articles contain amendments to the Articles of Incorporation requiring member approval.
4. The amendments to, and restatement of, the Articles of Incorporation included in the Amended and Restated Articles, were adopted by the Board of Directors and approved by the sole member.
5. The sole member's vote for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment and Restatement on the 3rd day of November 2016.

GARCIA FAMILY FOUNDATION I, INC.

By: _____

Martin Garcia, President

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GARCIA FAMILY FOUNDATION I, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The Amended and Restated Articles of Incorporation of GARCIA FAMILY FOUNDATION I, INC., a Florida not for profit corporation, incorporated under the provisions of the Florida Not for Profit Corporation Act, shall read in their entirety as set forth below:

ARTICLE 1

Name

The name of the corporation is Garcia Family Foundation I, Inc. (hereinafter the "Corporation").

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 1700 S. MacDill Avenue, Suite 240, Tampa, FL 33611.

ARTICLE 3

Purpose

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE 4

Board of Directors

The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than three (3). The method of appointment of directors shall be as stated in the bylaws of the Corporation. The names and addresses of the

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directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MARTIN GARCIA	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629
MYRNA GARCIA-HAAG	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629
GATES GARCIA	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629
KENNEDY GARCIA	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629
GARRETT GARCIA	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629
CANDACE RICH	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629

ARTICLE 5

Members

The Corporation shall have one (1) member. The number of members may be either increased or decreased from time to time in the manner provided in the bylaws. The method of appointment of members shall be as stated in the bylaws of the Corporation. The name and address of the member of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
MARTIN GARCIA	1700 S. MacDill Ave. Suite 240 Tampa, FL 33629

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ARTICLE 6Powers

The Corporation shall have all the powers given to a not for profit corporation by the Florida Statutes, to the extent consistent with these Articles of Incorporation and the bylaws of the Corporation. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 7Incorporator

The name and address of the person signing these Amended and Restated Articles of Incorporation is Martin Garcia, 1700 S. MacDill Ave., Suite 240, Tampa, FL 33629.

ARTICLE 8Registered Office and Agent

The registered office of the Corporation shall be located at 1700 S. MacDill Ave., Suite 240, Tampa, FL 33629. The registered agent at such address shall be Martin Garcia.

ARTICLE 9Duration

The Corporation shall have perpetual existence, commencing upon filing.

ARTICLE 10Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

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ARTICLE 11Bylaws

The Board of Directors shall adopt bylaws of the Corporation. The power to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the members of the Corporation.

ARTICLE 12Distribution of Assets

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, 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 its charitable purpose. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the 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. The Corporation shall not conduct any activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code, or by a corporation, contributions to which are deductible under Sections 170(a) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code.

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ARTICLE 13

Distribution of Assets Upon Liquidation

Upon the dissolution of the Corporation, its assets shall be distributed to one or more exempt organizations described in sections 170(c)(2), 2055(a) and 2522(a) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code, and selected by the board of directors in its sole discretion. 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 exempt purposes within the meaning of 501(c)(3) or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 14

Avoidance of Private Foundation Taxes

The Corporation is prohibited from engaging in any act of self-dealing, from retaining any excess business holdings, from making or retaining any investments, and from making any taxable expenditures, that would subject the Corporation or any person to tax under Sections 4941(d), 4943, 4944, or 4945(d) of the Internal Revenue Code of 1986, as amended, respectively, or corresponding provisions of any subsequent federal income tax law. The Corporation shall make distributions at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal income tax law.

ARTICLE 15


Amendment to Articles

These Articles of Incorporation may be amended in the following manner: The Board of

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Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote of the members of the Corporation at either the annual meeting or a special meeting. Notice setting forth the proposed amendment shall be given to each member entitled to vote thereon at such meeting. The proposed amendment shall be adopted upon the affirmative vote of a majority of the votes of members entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned Sole Member of the Corporation executed these Amended and Restated Articles of Incorporation this 3rd day of November, 2016, and acknowledged that he is familiar with, and accepts, the obligations of registered agent of this corporation.



MARTIN GARCIA, Sole Member and
Registered Agent

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