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*As 9/15/04  
Amend*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** HEALTH MASTERS CLUB, INC

**DOCUMENT NUMBER:** N03000005886

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

Please return all correspondence concerning this matter to the following:

JAMES CHESTNUT

(Name of Contact Person)

JAMES CHESTNUT & ASSOCIATES, INC

(Firm/ Company)

15510 TEAL PARK DRIVE

(Address)

HUMBLE, TX 77396

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

JAMES CHESTNUT

(Name of Contact Person)

at ( 281 ) 441-4431

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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☐ \$52.50 Filing Fee  
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(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  
409 E. Gaines Street  
Tallahassee, FL 32399

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
HEALTH MASTERS CLUB, INC  
5318 HILLSIDE DRIVE  
ORLANDO, FL 32810

DOCUMENT NUMBER N03000005886

FILED  
04 AUG 27 PM 1:10  
CLERK OF CIRCUIT COURT  
TALLAHASSEE, FLORIDA

ARTICLE ONE

THE NAME OF THE CORPORATION IS HEALTH MASTERS CLUB, INC. THE CORPORATION HEREBY ADOPTS AMENDED ARTICLES OF INCORPORATION WHICH ACCURATELY COPY THE ARTICLES OF INCORPORATION AND ALL AMENDMENTS THERETO THAT ARE IN EFFECT TO DATE AND AS FURTHER AMENDED BY SUCH AMENDED ARTICLES OF INCORPORATION AS HEREINAFTER SET FORTH AND WHICH CONTAIN NO OTHER CHANGE IN ANY PROVISION THEREOF.

ARTICLE TWO

THE ARTICLES OF INCORPORATION OF THE CORPORATION ARE AMENDED BY THE AMENDED ARTICLES OF INCORPORATION AS FOLLOWS:

A. ARTICLE I (ONE) THROUGH X (TEN) ARE BEING RESTATED.

ARTICLE THREE

EACH SUCH AMENDMENT MADE BY THE AMENDED ARTICLES OF INCORPORATION HAS BEEN EFFECTED IN CONFORMITY WITH THE PROVISIONS OF THE CHAPTER 617, FLORIDA STATUTES AND SUCH AMENDED ARTICLES OF INCORPORATION AND EACH SUCH AMENDMENT MADE BY THE RESTATED ARTICLES WERE ADOPTED ON August 7, 2004 IN THE FOLLOWING MANNER:

THE RESTATED ARTICLES AND THE AMENDMENTS MADE BY SUCH RESTATED ARTICLES WERE ADOPTED AT A MEETING OF THE BOARD OF DIRECTORS HELD ON August 7, 2004, AND RECEIVED THE VOTE OF A MAJORITY OF THE DIRECTORS IN OFFICE, THERE BEING NO MEMBERS HAVING VOTING RIGHTS IN RESPECT THEREOF.

ARTICLE FOUR

THE ARTICLES OF INCORPORATION AND ALL AMENDMENTS THERETO ARE HEREBY SUPERSEDED BY THE FOLLOWING AMENDED ARTICLES OF INCORPORATION WHICH ACCURATELY COPY THE ENTIRE TEXT THEREOF INCLUDING ANY PREVIOUS AMENDMENTS AND AS AMENDED AS SET FORTH ABOVE:

RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE FIVE HEREOF. 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 PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW) OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW). (C) NOR SHALL THIS CORPORATION OPERATE OR CONDUCT ANY BUSINESS FOR ANY PURPOSE PROHIBITED BY THE CHAPTER 617, FLORIDA STATUTES AS THE SAME NOW EXISTS OR AS IT MAY HEREINAFTER BE AMENDED.

#### ARTICLE SEVEN

UPON DISSOLUTION OF THE CORPORATION, THE BOARD OF TRUSTEES SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL THE ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE PURPOSES OF THE CORPORATION IN SUCH MANNER, OR TO SUCH ORGANIZATION OR PURPOSES AS SHALL AT THE TIME QUALIFY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS, OR SCIENTIFIC PURPOSES AS SHALL AT THE TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1986 (OR CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW), AS THE BOARD OF TRUSTEES SHALL DETERMINE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE COURT OF COMMON PLEAS 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.

HEALTH MASTERS CLUB, INC

**ARTICLE EIGHT**

THE NUMBER OF DIRECTORS CONSTITUTING THE BOARD OF DIRECTORS SHALL NOT BE LESS THAN THREE (3), AND THE NAMES AND ADDRESSES OF THE PERSONS SERVING AS THE DIRECTORS ARE AS FOLLOWS:

TONI C. MOODY                      5318 HILLSIDE DRIVE                      ORLANDO, FL 32810

GLORIA MOODY                      1142 CORETTA WAY                      ORLANDO, FL 32805

TONYA MOODY                      1142 CORETTA WAY                      ORLANDO, FL 32805

ELECTIONS TO ROTATE OFFICERS SHALL BE HELD ANNUALLY UPON THE VOTE OF TWO-THIRDS (2/3) MAJORITY OF THE BOARD OF DIRECTORS.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAMES THIS

7<sup>th</sup> DAY OF August, 2004

Toni C. Moody, Founder / Director / President  
NAME, TITLE  
(AN AUTHORIZED OFFICER OF THE CORPORATION)