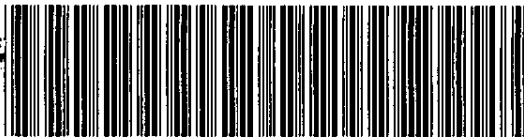


ND300009860

(Requestor's Name)

Operation Productive Endeavor  
2226 E 109th Avenue  
Tampa, FL 33612  
(City/State/Zip/Phone #)



700118030727

02/15/08--01026--004 \*\*52.50

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies        Certificates of Status       

Special Instructions to Filing Officer:

Office Use Only

FILED

2008 FEB 15 PM 12:38

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amor*  
*EL*

218-08

Articles of Amendment  
to  
Articles of Incorporation  
of

Operation Productive Endeavor, Inc.  
(Name of corporation as currently filed with the Florida Dept. of State)

FILED  
2000 FEB 15 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NO3000009860  
(Document number of corporation (if known))

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:

**NEW CORPORATE NAME (if changing):**

n/a

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

see attached new articles of incorporation / by laws  
delete Regina Pointer as President/CEO  
add Anne Pierre as new President/CEO

change the registered agent to  
show new agent: Anne Pierre  
2225 E. 109th Ave.

Tampa, FL 33612  
I, Anne Pierre am familiar with the obligations of the  
position of an registered agent. Anne Pierre  
changes to article include: Article 2; section  
2.2 and Article VII Governance

The date of adoption of the amendment(s) was: 01/15/08

Effective date if applicable: \_\_\_\_\_  
(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 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.

Signature Anne Pierre  
(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.)

Anne Pierre  
(Typed or printed name of person signing)

President / CEO  
(Title of person signing)

**FILING FEE: \$35**



Operation Productive Endeavor, Inc.

*Working to Make People Productive*

## **BYLAWS OF OPERATION PRODUCTIVE ENDEAVOR, INC. A NOT-FOR-PROFIT CORPORATION**

### **ARTICLE I NAME**

**Section 1.1** The name of the organization shall be Operation Productive Endeavor, Inc. The organization is a not-for-profit corporation organized under the laws of the State of Florida.

**Section 1.2** This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

**Section 1.3** These Bylaws constitute the code of rules adopted by Operation Productive Endeavor, Inc., for the regulation and management of its affairs.

**Section 1.4** The Corporation may, at its pleasure, by a vote of the membership body, change its name.

### **ARTICLE II PURPOSE**

**Section 2.1** The purpose for which this corporation has been organized is to provide a series of services designed to reach out to the community through a holistic approach. The goal of this holistic approach is to engage the whole person in an effort to make the individual more productive in his/her community.

**Section 2.2** Services offered will include:

- a. *Voices*: The Voices program will be designed to reach out to the children and youth in the community by involving them in activities that will help them become more productive. These activities will include a musical, literacy, Tae Kwon Do, and pre-readiness for school.
- b. *The Health Clinic*: The Health Clinic will be designed to provide free health services to members of the community. The clinic will be held on a quarterly basis (four times a year) at various locations within the community. The clinic will offer services provided by doctors, nurses, and other healthcare professionals.
- c. *The Food Bank*: The Food Bank will provide food and other life necessities to those who are in need. The food bank will also provide Thanksgiving and Christmas dinners to the homeless.
- d. *Home for Troubled Teens and Family Life Center*: The Home for Troubled Teens and Family Life Center will provide housing to teens identified as homeless (school records, youth counselors, court appointed); runaways and foster children in transition. On site services include: Residential facilities, Counseling, Life Skills services and psychosocial programs available, Referrals and links to County Social Service, Health, Legal, Child Welfare and Education services. *The Family Life Center* will include recreational as well as educational facilities for the general community. Educational opportunities including classrooms, workrooms, and Hillsborough County school programs for the home for troubled teens will also be offered onsite in the Life Center.

**ARTICLE III MEMBERSHIP**

**Section 3.1** Membership in this corporation shall be open to individuals who share the vision of the corporation in offering services designed to reach out to the community through a holistic approach.

## **ARTICLE IV BOARD OF DIRECTORS**

**Section 4.1** Operation Productive Endeavor, Inc., shall be governed by not less than a three (3) member Board of Directors. The Board of Directors shall have full power and authority over the affairs and funds of the corporation, and shall create and/or approve policy. The Board is accountable to its funding sources and membership for assuring that program administration and operations comply with all relevant policies, guidelines and regulations.

**Section 4.2** The Directors to be chosen for the ensuing year shall be chosen at the annual meeting of this corporation in the same manner and style as the officers of this corporation and they shall serve for a term of two (2) years.

**Section 4.3** A Board member may be removed without assigning any cause by a vote of two-thirds of the Board members in office. A Board member may resign at any time by notice to both the Secretary and the President.

**Section 4.4** Directors shall not receive any salaries for their services.

## **ARTICLE V MEETINGS**

**Section 5.1** Meetings of the corporation shall include but not be limited to one (1) annual meeting to facilitate the election of Board members and other business as pertinent to the corporation. The annual meeting of Operation Productive Endeavor, Inc., will be held in November of each year at a location which shall be designated at least two (2) weeks prior to the date of the meeting. Number and content of additional meetings will be determined by the Board of Directors.

**Section 5.2** Regular meetings of this corporation shall be held at its principal office.

**Section 5.3** The presence of not less than two-thirds of the members shall constitute quorum and shall be necessary to conduct the business of this corporation.

**Section 5.4** Special meetings of the corporation may be called by the President when it is deemed to be for the best interest of the corporation. Notices of such meetings shall be mailed to all members at their addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

## **ARTICLE VI GOVERNANCE**

### **Section 6.1 Officers:**

Officers shall consist of the President, Vice President, Administrative Assistant, Treasurer, and Marketing Director. Officers must be members of Operation Productive Endeavor, Inc. A slate of officers will be presented at the annual meeting of the Board of Directors in the year that officers are to be elected. Elections shall be held the month before the new slate of officers will take office. Each officer shall be elected for a term of two (2) years.

### **Section 6.2 President:**

The President shall call all regular meetings, preside at all meetings, and perform all other duties generally incumbent upon a president, and as prescribed in these Bylaws.

**Section 6.3 Vice President:**

The Vice President shall preside at meetings in the absence of the President. The Vice President shall assume the office of President may also perform such other duties as may be requested from time to time by Operation Productive Endeavor, Inc.

**Section 6.4 Administrative Assistant:**

It shall be the duty of the Secretary to keep records of the membership, record the attendance at meetings, record and preserve the minutes of such meetings, and perform all other duties as may be assigned him/her by the Board of Directors. It shall also be the duty of the Secretary to preside at meetings in the absence of both the President and Vice President.

**Section 6.5 Treasurer:**

The Treasurer shall have the care and custody of all monies belonging to the corporation, and shall be solely responsible for such monies or securities of the corporation. The Treasurer must be one of the officers who shall sign checks, or drafts of the organization. The Treasurer shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting. The Treasurer shall exercise all duties incident to the office of the Treasurer.

**Section 6.6 Marketing Director:**

The Marketing Director shall oversee and execute all marketing efforts of the corporation. The Marketing Director shall ensure the positive image of the corporation to the community.



**Section 6.7** Any officer elected or appointed to office may be removed by a two-thirds vote of the corporation, whenever in its judgment the best interest of the corporation would be served.

## **ARTICLE VII VOTING**

**Section 7.1** At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

**Section 7.2** At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

## **ARTICLE VIII ORDER OF BUSINESS**

- I. Roll Call.
- II. Reading of the Minutes of the preceding meeting.
- III. Reports of Committees.
- IV. Reports of Officers.
- V. Old and Unfinished Business.
- VI. New Business.
- VII. Adjournments.

## **ARTICLE IX CONTRACTS, CHECKS, DEPOSITS, FUNDS, FINANCIAL REPORTING**

**Section 9.1** The Board of Directors may authorize any officer or agent of Operation Productive Endeavor, Inc., in addition to officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or may be confined to specific instances.

**Section 9.2** All funds of Operation Productive Endeavor, Inc., shall be deposited from time to time to the credit of the organization in such banks, trust companies, or other depositories as the Board of Directors may select.

**Section 9.3** Operation Productive Endeavor, Inc., will handle its financial transactions in the following manner. The treasurer will be solely responsible for depositing checks, drafts or any other monetary transaction type into a financial institution chosen by the Board of Directors. The Treasurer can also withdraw funds however he must receive three approvals before doing so. The signatures required are that of the Treasurer, President and one Board Member. In case the Treasurer is unavailable the Secretary can act as a back up. In that instance the President and two board members will have to grant approval of any withdrawal or transfer. The treasure will provide a monthly budget and financial worksheet at the monthly financial meetings and the monthly meeting with Board of Directors.

## **ARTICLE X GIFTS**

**Section 10.1** The Board of Directors may accept on behalf of Operation Productive Endeavor, Inc., any contribution, gift, bequest, or service for any purpose of the organization.

**Section 10.2** All gifts, contributions, and bequests made to the organization shall, in accordance with the law, be given with "no strings attached." No gift, contribution, or bequest, made to the organization shall be refundable to any person, corporation, or estate for any reason except by action of the Board of Directors in accordance with applicable law.

**Section 10.3** No part of the net earnings of this corporation shall ever inure to or for the benefit of or be distributable to its members, 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 the exempt purposes for which it was formed. No

substantial part of the corporation 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, (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which the deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE XI AMENDMENTS TO BYLAWS**

**Section 11.1** The Bylaws may be altered, amended, and adopted by a majority vote of the organization's Board members present at any regular meeting or any special meeting of the Board, if at least ten (10) days notice is given of such intention to alter or amend the Bylaws at such meeting.

**Section 11.2** Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.