

NO40000012045

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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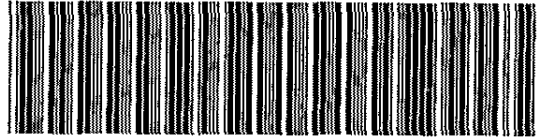
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Amend

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06 AUG 24 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

sf

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Rose Foundation & Associates Inc.

DOCUMENT NUMBER: N04000012045

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

Please return all correspondence concerning this matter to the following:

Mrs Rose Kersaint, BSRN

(Name of Contact Person)

The Rose Foundation & Associates Inc.

(Firm/ Company)

1124 BROADWAY STE "C"

(Address)

Riviera Beach, Florida 33404

(City/ State and Zip Code)

For further information concerning this matter, please call:

Rose Kersaint

(Name of Contact Person)

at (561) 844-5474

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 21, 2006

Rose Kersaint
The Rose Foundation & Associates Inc.
1126 Broadway St. Stes E/F
Riviera Beach, FL 33404

SUBJECT: THE ROSE FOUNDATION & ASSOCIATES INC.
Ref. Number: N04000012045

We have received your document for THE ROSE FOUNDATION & ASSOCIATES INC. and check(s) totaling \$52.50. However, your check(s) and document are being returned for the following:

Articles of Correction cannot be filed for a corporation incorporated in 2004. Articles of Amendment would need to be filed and a form is enclosed.

I tried to reach you by phone several times but was unsuccessful. It may be in your best interest to consult an attorney for legal advice in filing the documents for your corporation.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 406A00046354

6505 - 6880

Articles of Amendment
to
Articles of Incorporation
of

FILED

06 AUG 24 PM 12:27

The Rose Foundation & Associate Inc.

(Name of corporation as currently filed with the Florida Dept. of State) SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N04000012045

(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)**

Changed implies additions and deletions on Article No.III;Section III-1; Article IV and Article V.

Changed are as follows:

1.-Added to Paragraph III " Said Corporation is organized exclusively for charitable and educational purposes etc..."

2.-Changed Roman Numerals [I,II,III,IV,V,&VI] accordantly to keep sequence.

3.-Added section [3] [No part of the net earning.....(per IRS)]

4.-Changed Article IV [dissolution clause], as per IRS requirements

5.-Added Article V [Notice of "Non-discriminatory Policy as to students"] per [IRS]Procedures 75-50

6.-Change Name of Register Agent from Elsa Gibbons to Rose kersaint

(Attach additional pages if necessary)
(continued)

The Rose Foundation & Associates Inc.



The ROSE Foundation & ASSOCIATES Inc.

A non-for profit corporation.

The Rose Foundation & Associates Inc.

A corporation pursuant to chapter 607

Florida Statutes (F.S.) read as follows:

Article I: *The Name of the Corporation is:*

The Rose Foundation & Associates Inc.

Article II: *Principal Place of Business:*

*The Rose Foundation & Associates Inc.
1124 Broadway Suite "E/F"
Riviera Beach, Fl. 33404*

Article III:

Section [1]

Mission of the Foundation is to: to establish schools, Institutes and/or Colleges", to provide clinical education experience in Nursing and Medical Technology fields, for people coming from low and/or moderated income, minorities and other subgroups. The Foundation philanthropic goals are to remedy the lack of education of underprivileged children, single mothers and poor parents proceeding from the USA or from a third world country. Said Corporation is organized exclusively for charitable and educational purposes, the making and distribution to organizations that qualify as exempt organizations under section 501-c-3 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The program consist on:

- A. Providing pre-education and/or Literacy for single parents and immigrants. Provide post Secondary Education to people from low and moderated income*
- B Providing vocational and technical training education for those in need to prepare themselves to develop their attitude in the fields of Nursing and medical technologies.. Promoting Post Secondary education and vocational training, Career Orientation & training,*
- C. Providing scholarship for students needing Pre and post Secondary education vocational and technical training and continuing education in the Art.*

Section [2]

The organization shall have the following purposes:

The Rose Foundation & Associates Inc.

a) To provide, education, training, Higher Education and support to individuals, organizations and members any groups or subgroups of the State of Florida as (dba "The International Institute for Business Technical & Medical Careers)activities with the purpose to improve the standard of living for the State of Florida community at large.

b) To have and exercise all the powers necessary or convenient to effect the objects for which it is formed, and in general to have and exercise all powers conferred by the State of Florida upon corporations created under Florida law as they may be or are hereafter amended. The foregoing enumeration of the objectives, purposes and powers of the organization is not intended to, and does not prohibit or limit the exercise of any other further rights or powers which may not or hereafter be allowed or permitted by law to the organization, provided, however, that all gifts and bequests to the organization, and the net earnings and assets of the corporation shall be used in the United States of America and/or Haiti for the charitable and educational purposes for which it was formed

Section [3] - Operational Statement

All affairs of this corporation shall be administrated by the Corporation Board of Directors,, being them the officers of this corporation

No Part of the net earning of the corporation/organization shall inure to the benefit of ,or be distributable to its members, trustee, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and t make payments and distributions in furtherance of section 501-c-3 purposed. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 hereof, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under 501(c) 3 of the Internal Revenue Code and its regulation as they may now exist or as they may hereafter be amended.

Article IV.- Dissolution Clause:

Upon dissolution of the corporation, the Board of Trustee 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 purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively 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 State International Revenue Law), as the Board of Trustee

The Rose Foundation & Associates Inc.

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 organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

However, if the named recipients is not then in existence or no longer a qualified distribute or unwilling or unable to accept the distribution, the assets of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501-c-3 of the Internal Revenue Code, or the corresponding section of any future federal tax code

Article V. Notice of Nondiscriminatory Policy as to Students:

The Rose Foundation & Associates Inc. [dba] International Institute for Business Technical & Medical Careers. Admits students of any race, color, national origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school, it does not discriminate on the basis of race, color national and ethnic origin in administration of its educational policies admissions policies, scholarship and loan programs, and athletic and other school-administered program.

Article VI: Initial Officers and or Directors:

"The Rose Foundation & Associate Inc":
is governed by:

- a. –Kersaint Rose President CEO.**
- b. – Alexis Davis Vice President**
- c.- Mitchellene Montfleury, Secretary**
- d.-Dorvilus Lemel, Treasurer**

The Rose Foundation & Associates Inc.

The Name or the register agent is .

Name: Rose Kersaint

Address: 1124 Broadway, Ste "E"

City: Riviera Beach, Florida

Phone Number: 561-845-1055

Article VIII: Approval of Register Agent :

Name Rose Kersaint Office President CEO

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

R Kersaint
Signature/Registered Agent/Date

Article IX: Manner of Election.

The manner of election of the Rose Foundation & Associates Inc. will be no voting by proxy, voting shall be viva voice. Each member shall be entitled to vote only in person at each regular or special meeting of the Board

Article V Initial Directors and or Officers

- | | | |
|-----------------------|----------------|--|
| 1.-Rose Kersaint | President | 165 Cypress Terrace Ph 1-561-514-1315 Cell 1-561-541-2002 |
| 2.-Alexis Davis | Vice President | 1124 Broadway, Riviera Beach, FL 33404 |
| 3. Mitchell Montfleur | Secretary | 1880 N. Congress Ave
Apt 310 WPB FL 33401
1-561-688-2469 |


Lend Dorvilus Treasurer 1124 Broadway Ste E/F Riviera Beach Florida 33404

Accepting the office of Register Agent of the Rose Foundation Inc appeared Mrs.: Rose Kersaint, "personally known" who signed before me.

Elsa Gibbons,
State of Florida Public Notary.

Elsa Gibbons

This 08/06/ 2006

NOTARY PUBLIC-STATE OF FLORIDA
 Elsa Gibbons
Commission # DD411235
Expires: MAY 08, 2009
Bonded Thru Atlantic Bonding Co., Inc.

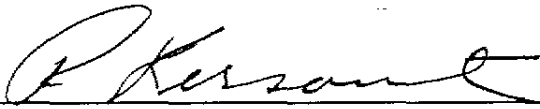
SEAL/STAMP

The date of adoption of the amendment(s) was: June 26/2006

Effective date if applicable: July 1st 2006
(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 
(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.)

Mrs Rose Kersaint, BSRN

(Typed or printed name of person signing)

Presidents CEO

(Title of person signing)

FILING FEE: \$35