

NO5000002463

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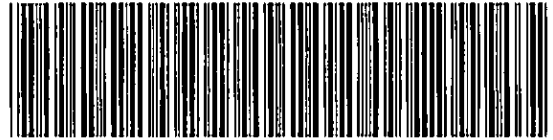
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Apr 03 2018

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: CENTER FOR A PROACTIVE DEMOCRACY, INC.

DOCUMENT NUMBER: N05000002463

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

Please return all correspondence concerning this matter to the following:

JADIR HERNANDEZ

Name of Contact Person

COALITION FOR PROACTIVE COMMUNITIES, INC.

Firm/ Company

14750 SW 26TH STREET, SUITE 203

Address

MIAMI, FL 33185

City/ State and Zip Code

jadir@hispanicfactor.org

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

For further information concerning this matter, please call:

JADIR HERNANDEZ

Name of Contact Person

305 610 1479

at (            )

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |  |  |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

Articles of Amendment  
to  
Articles of Incorporation  
of

CENTER FOR A PROACTIVE DEMOCRACY, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N05000002463

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

COALITION FOR PROACTIVE COMMUNITIES, INC.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

**Example:**

X Change                      PT      John Doe

X Remove                      V      Mike Jones

X Add                              SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u>    </u> Change	<u>D</u>	<u>AGUSTIN PAIS</u>	<u>14750 SW 26TH ST STREET</u>
<u>    </u> Add			<u>SUITE 203, MIAMI, FL 33185</u>
<u>X</u> Remove			
2) <u>    </u> Change	<u>D</u>	<u>JESUS Y. HERNANDEZ</u>	<u>14750 SW 26TH ST STREET</u>
<u>    </u> Add			<u>SUITE 203, MIAMI, FL 33185</u>
<u>X</u> Remove			
3) <u>    </u> Change	<u>D</u>	<u>FROILAN M. CARDENAS</u>	<u>14750 SW 26TH ST STREET</u>
<u>    </u> Add			<u>SUITE 203, MIAMI, FL 33185</u>
<u>X</u> Remove			
4) <u>X</u> Change	<u>P</u>	<u>JADIR HERNANDEZ</u>	<u>14750 SW 26TH ST STREET</u>
<u>    </u> Add			<u>SUITE 203, MIAMI, FL 33185</u>
<u>    </u> Remove			
5) <u>X</u> Change	<u>VP</u>	<u>ALEXANDRA SALAZAR</u>	<u>14750 SW 26TH ST STREET</u>
<u>    </u> Add			<u>SUITE 203, MIAMI, FL 33185</u>
<u>    </u> Remove			
6) <u>    </u> Change			
<u>    </u> Add			
<u>    </u> Remove			

(Attach additional sheets, if necessary). (Be specific)

[illegible]

(if not applicable, indicate N/A)

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03/21/2018

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

03/26/2018

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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.

**Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_"  
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

03/26/2018

Dated \_\_\_\_\_

Signature \_\_\_\_\_

(By a director, president or other officer — if directors or officers have not been selected, by an incorporator — if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JADIR HERNANDEZ

\_\_\_\_\_  
(Typed or printed name of person signing)

PRESIDENT

\_\_\_\_\_  
(Title of person signing)

### **ARTICLE III OBJECTIVE OF THE CORPORATION (amended)**

The Corporation's main objective is to perform and be engaged in charitable/educational activities within and in compliance with the norms and intent of Section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

This main objective is to be achieved through:

- i. Being a non-partisan and a non-profit corporation dedicated to promoting entrepreneurship, training, access to information, and the development of communities on social, economic, financial, legal, and the arts.
- ii. Provide information, courses, and training materials about rights and opportunities in business, economics, finance, legal, and cultural affairs.
- iii. Encouraging entrepreneurship and new job creation in vulnerable areas.
- iv. Using social networks and technological resources for the creation and strengthening of business, arts and new opportunities.
- v. Empowering communities with the tools to thrive and succeed.
- vi. Providing legal immigration services primarily to low-income and indigent clients.
- vii. Providing representation to clients in immigration proceedings.
- viii. To work in conjunction with other organizations to help and further empower communities.
- ix. To administer relief and assistance to individuals and families in need, in prevention to natural disaster and in the aftermath.
- x. To direct public attention to the plight of people imperiled and in need.
- xi. To receive funds and donations from our donors and distribute and disburse those donations to those in need.

### **ARTICLE X OFFICERS (amended)**

#### **Section 1: Officers**

The officers of the above named non-profit corporation will consist of a President, a Vice President, a Chief Executive Officer, a Chief Financial Officer, and Directors, each one of them to be elected by the Board of Directors. The officers of the Corporation will be appointed, annually, by the Board of Directors at the directors' annual meeting. It is hereby provided that the officers appointed at the directors'

annual meeting, shall serve until the convening of the next ordinary or extraordinary meeting of directors. A duly appointed officer may appoint one or more subordinate officers. It is hereby provided that any duly appointed officer may, simultaneously, hold more than one office or position within the corporation.

Once that the Board of Directors is constituted, such Board will appoint a Secretary who must ensure there is an agenda for each Board meeting, that minutes are kept and reviewed, and reports are provided in advance to the holding of any Board meeting allowing for sufficient time for their review and consideration of the issues, therein, to be discussed.

## **Section 2: Duties**

The officers of the above named non-profit Corporation will have the following duties:

The President will be responsible for the activities and affairs of the Corporation in compliance with the goals and objectives delineated by the Board of Directors. Said officer will preside over all meetings of the Board of Directors. The President, as well, will preside over any other meetings with other parties as the officer representing the Corporation.

The President will have the sole authority for entering into contracts on behalf of the Corporation. The President will provide an annual report to the Board of Directors on the state of the Corporation, assigning duties to directors and written descriptions of duties prior to the Board of Directors meetings. When and if a new President is elected, these duties and responsibilities will prevail with any proposed amendments following the same procedures as stated above.

The President will:

- i. Ensure staff members understand the nature of their jobs and the procedures to be followed to fulfill their responsibilities and the achievement of the Corporation's goals. This will be achieved by providing each staff member adequate advice and training, and ensuring these have the necessary knowledge and skills, and providing for the proper monitoring of their performance.
- ii. Help recruit new staff members and develop succession plans. The Vice President will ensure the right number of staff members are on board with optimal skills as required by the Corporation.
- iii. Design an adequate structure so the work of the Corporation, in general, can be performed. Ensure that adequate management tools are developed and implemented. Annual performance and budgetary projections for the ensuing fiscal year must be prepared in advance, as well as the Corporation's strategic plan.

The Vice-President will, in the event of the absence or inability of the President, assume the responsibilities of the aforementioned duties.

The Chief Executive Officer who will be appointed by the Board of Directors, will maintain and have the



custody of the corporate records. Furthermore, the CEO will record the minutes of all meetings of the Board of Directors, send notices of meetings to be held and perform such other duties as may be prescribed by the Board of Directors. Furthermore, the CEO will have the custody of the corporate seal and shall be responsible for authentication or validation of all records and any documents signed by the Corporation.

The President and the CEO shall retain the custody of all corporate funds and financial records.

A staff member appointed by the President and confirmed by the Board of Directors, shall maintain full and accurate accounting records, which include detailed records of cash receipts and disbursements, and preparation of financial statements, as required, to be presented to the Board of Directors at their annual meetings.

The CEO may have other duties and responsibilities such as:

- i. Bank account maintenance – Selecting a bank, signing checks, and investing excess funds wisely. All checks or notes issued in the name of the corporation will require a second signature such as the signature of the Chairman of the Board or the Financial Director shall any one of the first two be absent. The officers authorized to sign checks or notes shall be determined by a resolution of the board of directors.
- ii. Overseeing of financial transactions – Being aware of how Corporation's funds are used, of any outstanding bills or debts, as well as developing systems or methods for the proper management of the Corporation's cash flow.
- iii. Budgets – Developing the projected annual budget as well as comparing, thereafter, the Corporation's actual performance against such projected budget.
- iv. Financial Policies – Overseeing and ensuring that the Corporation's financial policies are strictly complied with.
- v. Reports – Keeping the Board regularly informed of key financial events, trends, concerns, and assessment of the Corporation's fiscal health.

The Chief Financial Officer will, essentially, oversee the financial resources and financial planning for the Corporation's future needs:

- i. Monitor the preparation of the financial budget and submit a report to the Board of Directors.
- ii. Oversee the Corporation's financial performance and take any necessary steps to improve or correct such corporate performance.
- iii. Design the Corporation's financial policies and relative rules and regulations, for submission to and approval by the Board of Directors.

- iv. Review the financial reports including the bank statement reconciliation prepared by the Corporation's staff, as approved by the President, and see whether performance results and asset protection controls are in line with the Corporation's financial policies, procedures, and established objectives.

The Public Relations Director, who will be appointed by the Board of Directors, is responsible for conducting the Corporation's public relations and the supervision of the related staff:

- i. Recruit, hire, train, and manage public relations specialists.
- ii. Evaluate and implement promotional programs.
- iii. Develop public relations strategies, campaigns, and initiatives to improve public perception of the Corporation.
- iv. Improve management and employee relations.
- v. Prepare and publish newsletters and any other corporate literature.
- vi. Create motivational videos.
- vii. Release promotional literature about new programs.
- viii. Draft speeches for officers as needed.
- ix. Respond to informational queries from media and the general public.
- x. Identify audience for selected programs.
- xi. Write press releases and media kits.
- xii. Develop and maintain corporate image and logos.
- xiii. Manage corporate sponsorships.
- xiv. Maintain effective working relationship with local and municipal government officials and media representatives.
- xv. Formulate policies and procedures related to public information programs.
- xvi. Manage the Corporation's reputation and public perception.
- xvii. Compile Corporation's comprehensive information for the media.
- xviii. Develop and launch Internet or intranet web pages.
- xix. Oversee communications' budgets.
- xx. Develop internal communication means to keep employees informed of Corporation's activities.