

N05000002396

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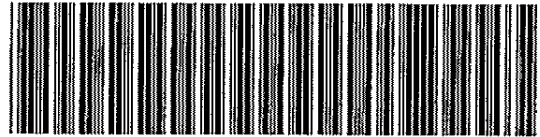
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Tom Schenker GAVE
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08/08/05--01069--005 **43.75

Amend.

TS 8/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Art and Compassion, Inc.

DOCUMENT NUMBER: NO5000002896

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

Please return all correspondence concerning this matter to the following:

Tom Scherzer
(Name of Contact Person)

Park Avenue Accounting Service
(Firm/ Company)

934 Park Avenue
(Address)

Lake Park FL 33403
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Tom Scherzer at (561) 840-0011
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input 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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF
DIVISION OF CORP.
2005 AUG -8 PM

Art and Compassion, Inc.

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

NO5000002896

(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):

(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)**

Article IV Manner of Election Add

Article V Initial Directors/Officers Add

Article VI Add

Article VII Dissolution Add

Article VIII Initial Registered Agent Add

(See attached)

(Attach additional pages if necessary)
(continued)


The date of adoption of the amendment(s) was: August 4, 2005

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.

Signed this 4 day of August, 2005.

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.)

Marvin Smith
(Typed or printed name of person signing)

Chairman
(Title of person signing)

FILING FEE: \$35

Articles of Incorporation
For
Art and Compassion, Inc.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, (Not for profit) adopts the following Articles of Incorporation of such corporation:

Article I: Name

The name of the corporation shall be Art and Compassion, Inc.

Article II: Principle Office

The principle place of the corporation shall be 3808 Embassy Drive, West Palm Beach, FL 33401.

Article III: Purpose

This Corporation shall be not for Profit Corporation. This corporation is organized for charitable purposes and shall operate for outreach: Feeding, educational life Restorative Spiritual Purposes.

Article IV: Manner of Election

The initial board of directors shall consist of at least three (3) members. The number of directors may be either increased or diminished from time to time based upon the majority vote of the members of the corporation, but the number of directors shall never be less three (3) nor more than ten (10).

Article V: Initial Directors/Officers

The number constituting the initial Board of Directors of the corporation is seven (7) and the names and addresses of the persons who are to serve initially are:

Olga Smith
3808 Embassy Drive
West Palm Beach, FL 33401

Marvin Smith
3808 Embassy Drive
West Palm Beach, FL 33401

Melissa Smith
3808 Embassy Drive
West Palm Beach, FL 33401

Andres Valdes
814 Elgin Avenue
Forest Park, IL 60130

Judith Dardon
7472 Sandcastle
Lantana, FL 33462

Barry Stoffberg
16318 E. Preakness Drive
Loxahatchee, FL 33470

Karen Stoffberg
16318 E. Preakness Drive
Loxahatchee, FL 33470

The number constituting the initial officers of the corporation is seven (7) and the names, positions and addresses of the persons who are to serve initially are:

Olga Smith, CEO
3808 Embassy Drive
West Palm Beach, FL 33401

Marvin Smith, Treasurer, CO/CEO
3808 Embassy Drive
West Palm Beach, FL 33401

Melissa Smith, Officer
3808 Embassy Drive
West Palm Beach, FL 33401

Andres Valdes, Officer
814 Elgin Avenue
Forest Park, IL 60130

Judith Dardon, Officer
7472 Sandcastle
Lantana, FL 33462

Barry Stoffberg, Officer
16318 E. Preakness Drive
Loxahatchee, FL 33470

Karen Stoffberg, Officer
16318 E. Preakness Drive
Loxahatchee, FL 33470

Article VI

No part of the net earnings of the corporation shall insure to the benefit of, or be distributed 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 purposes set forth in Article Third 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 the 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 section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code.

Article VII: Dissolution


Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Article VIII: Initial registered Agent and Street Address

The undersigned corporation, organized under the laws of the state of Florida, submits the following statement designating the registered officer/registered agent, in the state of Florida.

1. The name of the corporation is Art and Compassion, Inc
2. The name and the address of the registered agent and officer is Marvin Smith 3808 Embassy Drive, West Palm Beach, Fl 33404.

Dated this 4th day of Aug., 2005.


Marvin Smith (Name of Agent)

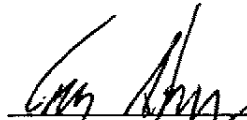
Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my positions as registered agent.

Date this 4th day of Aug. 2005


Marvin Smith (name or Agent)

Article IX: Incorporator

The name and address of the incorporator is:


Tom Scherzer
934 Park Avenue
Lake Park, Florida 33403