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TALLAHASSEE, FLORIDA

Amend

SS

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF**

**AWARE PROJECT, INC.
(A NON PROFIT CORPORATION)**

FILED
05 MAR 24 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006 the Florida Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is:

AWARE PROJECT, INC. (A NON-PROFIT CORPORATION)

2. Amendments adopted: The entire corporation shall be amended to read as follows:

**ARTICLE II
PURPOSES**

To make young adults aware and involved in world issues occurring in today's society.

Aware projects mission is to install awareness in today's youth by using world wide web to read to learn, share knowledge, and be aware to actively seek global awareness for the future.

To develop several and specialized programs dedicated to the identification and nurturance of creative potential in disciplines such as visual and literature globally.

To support the criteria that the arts can intervene and function as means of social improvement.

To do programs through exhibitions, performances, on-line programs and community outreach. To promote the richness society and the ambiance, and make of this center a landmark of international attraction about young youth.

The purpose is to help in bringing together the community by involving leaders, educators, and art advocates in a supportive manner both publicly and privately.

**ARTICLE III
QUALIFICATION OF MEMBERS**

The membership of the corporation shall consist of persons who qualify to the requirements set up by the officers on a non discriminating basis. Admission to membership shall be upon approval by 75% vote of the existing members.

ARTICLE IV
TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V
SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
ELIZABETH B. RUMIE	9240 S.W. 178 th Terrace Miami, Florida 33157
JUDITH ANDERSON	351 S.W. 22 nd Road Miami, Florida 33129

ARTICLE VI
OFFICERS

The officers of the corporation shall be a President, a Secretary, a Treasurer and other officers as may be provided in the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>NAME</u>	<u>OFFICERS</u>
ELIZABETH B. RUMIE	President
JUDITH ANDERSON	Vice-President
JUDITH ANDERSON	Secretary
ELIZABERTH B. RUMIE	Treasurer

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

9240 S.W. 178th Terrace
Miami, Florida 33157

The name of the initial registered agent of this corporation at that address is:

ELIZABETH B. RUMIE

ARTICLE VIII
MAILING ADDRESS

The mailing address of the corporation is:

9240 S.W. 178th Terrace
Miami, Florida 33157

ARTICLE IX
BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The Board of Directors shall be members of the corporation. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual hearing and meeting of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ELIZABETH B. RUMIE	9240 S.W. 178 th Terrace Miami, Florida 33157
JUDITH ANDERSON	351 S.W. 22 nd Road Miami, Florida 33129

ARTICLE X
BY-LAWS

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting called for that purpose.

ARTICLE XI **AMENDMENTS**

These Articles of Incorporation may be amended at a special meeting of the corporation called for the purpose by a two thirds vote of those present.

Amendments may also be made at a regular meeting of the corporation upon notice given, as provided by the By-Laws of intention to submit such amendments.

ARTICLE XII **NON-PROFIT STATUS**

No part of the net earning of the corporation shall inure to the benefit of any individual or member unless the same inures for such benefit because of services rendered to the corporation pursuant to the laws of the State of Florida governing proper payments for non-profit corporations.

ARTICLE XIII **INDEBTEDNESS**

The highest amount of indebtedness of liability to which the corporation may at any time subject itself shall never be greater than 100% of the value of the property of the corporation.

ARTICLE XIV **DUES**

The amount of yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.

ARTICLE XV **POWER**

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase or bequest, and hold and dispose of such property as the corporation shall require, for the benefit of the members and not for pecuniary profit. It shall also have the right and the power to sell or dispose of any assets of the corporation, including publication rights to any articles or publications approved by the corporation. In order to promote the purposes of this corporation, it may engage in any legal business activity for purposes of raising revenue for the herein non profit corporation. These powers do not exclude the powers enumerated in FS 617.021.

ARTICLE XVI **MEETINGS**

The annual meeting for the elections of members of the Board of Directors shall be held as may be provided in the By-Laws.

The corporation may provide in its By-Laws for the holding of additional regular meetings and any special meeting and shall provide notice of all such meetings.

Fifty per cent plus one of the members shall constitute a quorum for the holding of any meeting.

ARTICLE XVII **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

No person, firm or corporation shall ever receive any dividends of any kind of profits from the undertaking of this corporation and upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or to the Federal Government, or to the State or local government, for a public purpose, which said purpose shall be in conformity with the purpose of this corporation, and none of the assets will be distributed to any member, officer or trustee of this corporation

3. The number of shares voted in favor of such amendment was one hundred (100), and the number of shares voted against such amendment was none.

4. The amendments were adopted on the 15th day of March, 2006.

5. The amendments were duly approved by the shareholders in accordance with section 607.1006.


DATED: March 21, 2006.

BY: ELIZABETH B. RUMIE,
as PresidentATTEST: JUDITH ANDERSON,
as Secretary

STATE OF FLORIDA)
 (SS
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared **ELIZABETH B. RUMIE** and **JUDITH ANDERSON**, as President and Secretary, who are to me well known to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the use and purposes therein mentioned and set forth, that I relied upon the following form ___ of identification of the above-named persons: Valid Florida Driver's Licenses and that an oath (was) (was not) taken.

IN WITNESS WHEREOF, We have hereunto set our hands and official seal, at Miami, in the said County and State this 21st day of March, 2006.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:





March 22, 2006

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom it may concern:

Attached is the Articles of Amendments to the Articles and a check for \$43.75 for the certified copy.

Any additional information, feel free to give me a call at 786-246-1105.

Sincerely,



Elizabeth Rumie
President

AWARE Project, Inc.
www.awareprojectinc.org
9240 S.W. 178 Terrace
Miami, FL 33157