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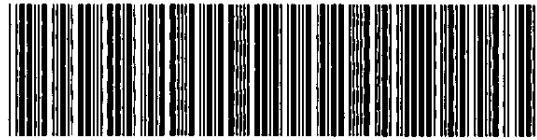
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TALLAHASSEE, FLORIDA
09 NOV -9 PM 4: 59

Amend / cc
10 11/13/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Come Out With Pride, Inc.

DOCUMENT NUMBER: N06000000533

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

Please return all correspondence concerning this matter to the following:

David Baker-Hargrove
(Name of Contact Person)

Come Out With Pride
(Firm/ Company)

PO Box 536981
(Address)

Orlando, FL 32853
(City/ State and Zip Code)

president@mbaorlando.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Baker-Hargrove at (407) 963-5664
(Name of Contact Person) (Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
09 NOV -9 PM 4:59

Articles of Amendment
to
Articles of Incorporation
of

Come Out With Pride, Inc.

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

N06000000533

(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:

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

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

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:

New Registered Office Address:

(Florida street 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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please see attached sheets

[illegible]

COME OUT WITH PRIDE, INC.

PROPOSED AMENDMENT TO ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following articles of incorporation:

ARTICLE I

The name of the corporation is:

Come Out With Pride, Inc.

ARTICLE II

The principle place of business address:

PO BOX 536981

Orlando, FL US 32853

The mailing address of the corporation:

PO Box 536981

Orlando, FL US 32853

ARTICLE III

A: PURPOSES OF THE CORPORATION

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law; including, for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code.

The specific purposes for which the corporation is organized are:

1. To own, operate and maintain a corporation which pursuant to its By-Laws promotes the elimination of prejudice and discrimination, the defense of human and civil rights secured by law, unity, visibility and self-esteem among gay men, lesbians, bisexuals and transgendered persons and promotes a positive image in the Orlando area and throughout Florida through community activities and services.

2. To do anything necessary and proper for the accomplishment of any purposes set forth in the By-Laws by the founders of the corporation.

3. This corporation shall not exist or be operated for pecuniary profit, and no part of the net earnings of the corporation or the net assets upon liquidation shall enure to the benefit of any member except for the purposes set forth in the By-Laws. The corporation may reimburse its member for actual expenses incurred for or in behalf of the corporation, and may pay compensation in a reasonable amount to its members for actual services rendered to the corporation, as permitted by law.

B: POWERS NOT CITED AND LIMITATIONS

1. In furtherance of the objectives described above but not in limitation thereof, the corporation shall have the power, in so far a such power is conferred or is not limited by law, to make and perform contracts for any lawful purpose, to engage in various funding and fund raising activities, and to acquire, own, hold and maintain such property as to effectuate its purposes.

2. The corporation may make and enforce reasonable rules and regulations governing the use of any and all property owned by the corporation.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on:

- (i) By an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, or

(ii) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

ARTICLE IV

A: MEMBERSHIP

1. The corporation shall have one class of members only. All voting rights and other rights, interest and privileges of each member shall be equal.
2. The right and privileges of members shall be stated in the By-Laws.
3. Qualification for membership shall be stated in the By-Laws.

B: GOVERNING BODY/DIRECTORS

The powers of the corporation shall be exercised and controlled by a Board of Directors comprised of no less than four (4) members. The qualifications, the time and manner of election, and the terms and duties of office and the manner of filling vacancies shall be set forth in the By-Laws.

C: OFFICERS

1. Elective Officers. Elective officers of this corporation shall be President, Vice President, Secretary and Treasurer. Other offices and officers may be established or appointed by members of the corporation at the regular meeting. The qualifications of officers, the time and manner of electing officers, the duties of officers, the terms of office, and the manner for removing officers shall be set forth in the By-Laws.

2. Standing Committees. This corporation may have Standing Committees as specified in the By-Laws or as created by the Board of Directors from time to time.

ARTICLE IX: AMENDMENT TO ARTICLES

Subsequent to this Amendment of the Articles by the Directors, the Articles may be amended or repealed, whole or in part, only by a majority vote of this corporation's members at an organized meeting of the corporation.

ARTICLE X: BY-LAWS

By-Laws will be hereafter adopted. Such By-Laws may be amended or repealed, in whole or in part, in the manner provided in the By-Laws, and the amendments to the By-Laws shall be binding on all members, including those who may have voted against them.

ARTICLE XI: DISSOLUTION OF CORPORATION

Upon 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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

The date of each amendment(s) adoption: 11/02/2009
(date of adoption is required)

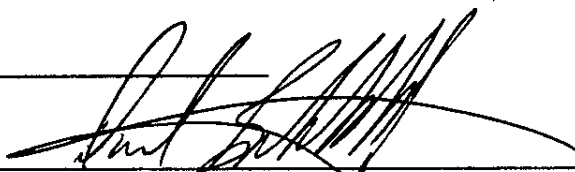
Effective date if applicable: 11/02/2009
(no more than 90 days after amendment file date)

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

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11/02/2009

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)

David Baker-Hargrove

(Typed or printed name of person signing)

President / Director

(Title of person signing)