

N06000005151

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Paragon Foundation of Palm Beach County, Inc.

DOCUMENT NUMBER: N06000005151

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

Please return all correspondence concerning this matter to the following:

Pamela Stewart

(Name of Contact Person)

Paragon Foundation of Palm Beach County, Inc.

(Firm/ Company)

2101 Vista Parkway, Suite 133

(Address)

West Palm Beach, FL 33411

(City/ State and Zip Code)

nbeadle@paragonpbc.org

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

For further information concerning this matter, please call:

Natalie Beadle

(Name of Contact Person)

at (561) 228-6146

(Area Code & Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" 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 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

Articles of Amendment
to
Articles of Incorporation
of

Paragon Foundation of Palm Beach County, Inc.

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

N06000005151

(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:

N/A

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

N/A

(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

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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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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)

See attached amendment.

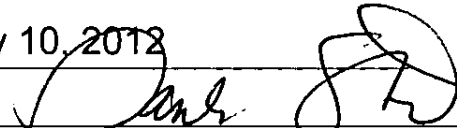
The date of each amendment(s) adoption: June 27, 2012

Effective date if applicable: June 27, 2012
(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 July 10, 2012

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)

Pamela Stewart
(Typed or printed name of person signing)

President
(Title of person signing)

**Articles Of Second Amendment
to Articles Of Incorporation of
Paragon Foundation Of Palm Beach County, Inc.**

(a Florida Not for Profit Corporation)
(Document Number N06000005151)

Pursuant to the provisions of Section 617.006, Florida Statutes, the Florida not for profit corporation adopts the following second amendment to its Articles of Incorporation.

FIRST: The existing Article III is deleted in its entirety and replaced by the following Article III as amended:

Article III. Purpose

The Corporation is organized exclusively to engage in all lawful acts or activities not for pecuniary profit for which Florida not for profit corporations may be organized, so far permitted by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to corresponding provisions of future federal tax legislation (the "Code"), and only for charitable and educational purposes that are in accordance with all applicable laws. Specifically, the Corporation will support the growth and prosperity of startup, emerging and mature businesses in Palm Beach County in various ways, including participation of businesses in the biotech sector and urban redevelopment.

To support the Corporation's purposes, it may also accept, hold, invest, reinvest, use, expend, disburse and administer any gifts and grants without limitations as to origin, amount or value, and to use, expend, disburse or donate the income or principal thereof for charitable or educational purposes consistent with the Corporations' purposes. The Corporation may establish investment policies, guidelines, etc. in its bylaws or through Board of Directors actions.

To further support the Corporations purposes, it shall also have the incidental powers to do everything necessary, suitable, or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with, the purposes, objects, or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers, and privileges now or hereafter conferred by law upon a not for profit corporation organized under the laws of the State of Florida and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent and as fully as an individual, association, partnership, limited liability company or other natural person might or could do; provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object, or power, or to do any act or thing forbidden by the Articles of Incorporation as amended or forbidden by law to a not for profit corporation organized under the laws of the State of Florida.

SECOND: The name of the corporation is Paragon Foundation of Palm Beach County, Inc., a Florida not-for-profit corporation, and that has been its name since inception. The corporation has no members or members entitled to vote on the Articles of Second Amendment. Therefore, because these Articles of Second Amendment does not require member approval, these Articles of Second Amendment have been adopted by the Board of Directors. These duly adopted Articles of Second Amendment supersede the Articles of Incorporation only to the extent of the Article amended. Thus, the Articles of Incorporation remain as originally constituted except as herein amended. The date of adoption of this second amendment is as of June 27, 2012.

Signed this 27th day of June, 2012

By: John E. Oxendine
John E. Oxendine, Chairman of the Board