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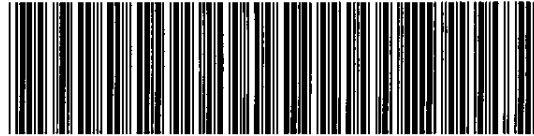
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FILED  
06 DEC 13 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
Sp

November 29, 2006

Dear Susan Payne,

As of our phone conversation November 27, 2006 regarding Blue Angels Charity Group, Inc, I am resending these documents for filing. I have included a copy of your letter and note.

Sincerely,

A handwritten signature in cursive script, appearing to read "Lena Pedersen", written in black ink.

Lena Pedersen  
1845 Merion Lane  
Coral Springs, Fl. 33071

Phone 954-346-2659  
Fax 954-341-5219

**AMENDED  
ARTICLES OF INCORPORATION OF  
BLUE ANGELS CHARITY GROUP, INC.**

**FILED**

06 DEC 13 PM 2:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida with EIN number 87-0778275, adopt the following amended articles of incorporation for the corporation:

**ARTICLE I**

The name of the corporation, hereinafter referred to as the "Corporation" is Blue Angels Charity Group, Inc. located at 9720 Stirling Road Cooper City, Fl 33024

**ARTICLE II**

The period of duration of the Corporation is perpetual.

**ARTICLE III**

The Corporation is organized exclusively and permanently for charitable purposes as exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Corporation shall operate the business according to the provisions under Section 508 (e) regarding avoiding liability for excise taxes under sections 4942, 4941(d), 4943(c) 4944 and 4945(d). Hereunder:

1. The Corporation will distribute the income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed in section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purpose of the Corporation is to provide disaster relief to victims of emergencies such as flooding, Hurricanes and Tornados by providing temporary housing, food and water to the victims.

The Corporation may receive and administer funds for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

The corporation shall absolutely refrain from participating in the political campaigns of candidates for local, state, or federal offices. No 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 publication or distribution of political statements on behalf of any candidate running for public office.

The Corporation shall not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.

The Corporation shall not operate for the primary purpose of conducting a trade of business that is not related to its exempt purpose.

The Corporation shall not engage in activities that are illegal or violate fundamental public policy.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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.

#### ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by

the by-laws.

#### ARTICLE V

The initial street address in the state of Florida of the initial registered office of the Corporation is 9720 Stirling Road, Cooper City, Florida 33024, and the name of the initial registered agent at such address is Arthur Palermo JR. CPA.

#### ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

#### ARTICLE VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida. The board of directors shall be elected as stated in the bylaws.

#### ARTICLE VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members or until their successors shall have been elected and qualified, are as follows:

Director:  
Arthur Palermo Jr. CPA  
9720 Stirling Road  
Cooper City, Fl 33024

Director:  
Gayle Clark  
33 Palm Square  
Delray Beach, Fl. 33483

Director:  
Sandra Alami  
4601 Hammock Circle  
Delray Beach, FL 33445

Director  
Lena M. Pedersen  
1845 Merion Lane  
Coral Springs, Florida 33071

**ARTICLE IX**

**The names and addresses of the additional incorporators are as follows:**

**Lena M. Pedersen  
1845 Merion Lane  
Coral Springs, Florida 33071**

**Stephanie Pedersen  
24649 Portofino Dr.  
Lutz, Florida 33559**

**IN WITNESS WHEREOF, the undersigned have made and subscribed to these amended  
Articles of Incorporation at 1845 Merion Lane, Coral Springs, Florida on October 8th,  
2006**

A handwritten signature in cursive script, appearing to read "Lena Pedersen", written over a horizontal line.

**Lena Pedersen  
Incorporator**

BLUE ANGELS CHARITY GROUP, INC.

BOARD OF DIRECTORS' RESOLUTION ADOPTING AMENDMENT TO  
ARTICLES OF INCORPORATION

WHEREAS, the \_\_\_\_\_ Corporation has given authorization and written consent to the Board of Directors of this Corporation to amend the Articles of Incorporation,

It is hereby:

RESOLVED, that the Articles of Incorporation be amended in the following manner to be adopted in its entirety as written in the attachment.

FURTHER RESOLVED, that the officers of this Corporation are hereby directed to file articles of amendment with the appropriate state agency setting for the aforementioned amendment.

The undersigned, Lena Pedersen certifies that she is the incorporator of this Corporation and that the above is a true and correct copy of a resolution duly adopted at a meeting of the board of directors that was held in accordance with State law and the Bylaws of this Corporation on October 8<sup>th</sup>, 2006, such resolution is now in full force and effect.

IN WITNESS THEREOF, I have affixed my name as Incorporator of this Corporation.

Dated: October 8th, 2006

  
Incorporator

Adopted by the Board of Directors - There are no members with voting rights.