

NO60000009648

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

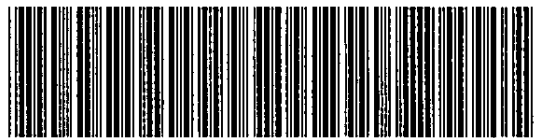
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09 JUL 29 AM 10:34

Amend/CC  
@ 8/4/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Compass Community Health Services

**DOCUMENT NUMBER:** NO600000 9648

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

Please return all correspondence concerning this matter to the following:

Valerie Jeune

(Name of Contact Person)

Compass Community Health Services

(Firm/ Company)

18260 NE 19 Ave #101

(Address)

North Miami Beach, Fl. 33162

(City/ State and Zip Code)

vjeune@compasshh.com

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

For further information concerning this matter, please call:

Valerie Jeune

(Name of Contact Person)

at ( 305 ) 944.7777

(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

Articles of Amendment  
to  
Articles of Incorporation  
of

Compass Community Health Services INC.  
(Name of Corporation as currently filed with the Florida Dept. of State)

NO6000009648

(Document Number of Corporation (if known))

FILED  
SECRETARY OF FLORIDA  
TALLAHASSEE, FLORIDA  
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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)

\_\_\_\_\_, Florida  
(City) (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

## **Article I**

### **Name**

The name of the Corporation is Compass Community Health Services Inc. (herein after call the Corporation”).

## **Article II**

### **Address**

The address of the principle office and the mailing address of the corporation shall be:  
18260 NE 19 ave – Suite 101 North Miami Beach, FL. 33162.

## **Article III**

### **Purposes**

The purpose of the Corporation shall, without limitation, include the following:

1. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the intergenerational programs and social care solutions that promote independence and wellness.
2. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the health care facilities and services for the sick and aged;
3. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the home care and health services to the aged, poor and disabled;
4. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the education or an educational institution;
5. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the affordable housing for individual(s) and families;
6. To provide, on a nonprofit basis, support to its affiliated entities in the provisions of the pediatrics and juvenile services
7. To promote the healing and general health and welfare of the community in which the aforesaid related entities of the corporation are located, for the benefit and welfare of the community and not for the individual benefit of the members or directors of the corporation.
8. The purpose of which this association is formed are necessary to enable the corporation to secure and retain tax exempt 501©3 status as a nonprofit, charitable, religious, scientific, and/or educational institution in accordance with applicable regulations of the Internal Revenue Service Code, or corresponding section of any future federal tax code.

#### **Article IV**

##### **Powers**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida Law.

#### **Article V**

##### **Governing Board**

Management of the Corporation shall be vested in the corporation's Board of Directors, the members of which shall be no less than three (3) members. The number and method of election of the directors of the Corporation shall be stated in the bylaws. The number constituting the initial Board of Directors of the Corporation is as follows:

Valerie Jeune - President  
18260 NE 19 ave – Suite 101  
North Miami Beach, FL. 33162

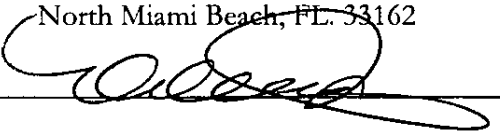
Francesca Gaspard – Dir  
18260 NE 19 ave – Suite 101  
North Miami Beach, FL. 33162

Marielande Emile – Sec  
18260 NE 19 ave – Suite 101  
North Miami Beach, FL. 33162

#### **Article VI**

##### **Registered Agent**

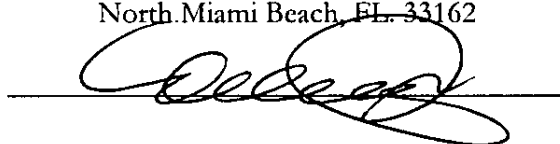
Valerie Jeune – President  
18260 NE 19 ave – Suite 101  
North Miami Beach, FL. 33162



#### **Article VII**

##### **Incorporator**

Valerie Jeune – President  
18260 NE 19 ave – Suite 101  
North Miami Beach, FL. 33162



## **Article VIII**

### **Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed by the Board of Directors for one or more exempt purposes within the meaning Section 501© 3 of the Internal Revenue Code of 1986, as amended, 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 the public purpose. Any such assets not so disposed of shall be disposed of by the Florida Court of competent jurisdiction of the county in which the principal office of the Corporation is located, exclusively for such purposes for such organizations, as said court shall determine, which are organized or operated exclusively for such purposes.

## **Article IX**

### **Charitable Restrictions and Limitations**

No Part of the net earnings of the corporation shall inure 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 distribution in the furtherance of the purposes set forth in Article II 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 statements) any political campaign on behalf of or in opposition to any candidate for public office or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt form federal income tax under Section 501(c)3 of the Internal Revenue Code of 1986, as amended, or corresponding section of any federal tax code, or (b) by a corporation, contributions to which are deductible under Sections 170 (c)2, 2055, 2106(a)(2) and 2522 of the Internal Revenue Code of 1986, as amended, or corresponding sections of any future federal tax code.

## **Article X**

### **Bylaws**

The Bylaws may be amended or repealed, in whole or part, only by a majority of all the members at any duly organization meeting of the members. The Bylaws may contain any provisions for the regulation and management of the affairs of the corporation which may not be consistent with existing laws, or these Articles of Incorporation.

## **Article XI**

### **Amendments**

The Articles of Incorporation may be amended or repealed, in whole or in part, only by a majority of all of the members at any duly organized meeting of the members.

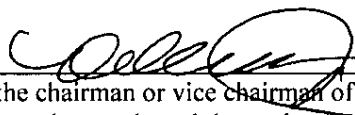
The date of each amendment(s) adoption: April 10, 2009  
(date of adoption is required)

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(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 April 10, 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)

Valerie Leone  
(Typed or printed name of person signing)

President  
(Title of person signing)