

N07000004925

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 OCT 16 PM 2:37

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ACHAIA FOUNDATION, INC.

DOCUMENT NUMBER: N07000004925

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

Please return all correspondence concerning this matter to the following:

MAXO SINAL

(Name of Contact Person)

JRP TECH & BUSINESS SOLUTIONS, LLC.

(Firm/ Company)

18441 NW 2 AVENUE SUITE 216

(Address)

MIAMI GARDENS, FL 33169

(City/ State and Zip Code)

For further information concerning this matter, please call:

MAXO SINAL

(Name of Contact Person)

at (305)

651-0090

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
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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

ACHAIA FOUNDATION, INC.

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

N07000004925

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Please add the following names to Article VII:

DARLEY JOSEPH - MEMBER

8910 Miramar Parkway Suite 100 Miramar, Florida 33025

GUY MARIO FREDERIC - TREASURER

8910 Miramar Parkway Suite 100 Miramar, Florida 33025

MARIE GRYTHLIE COLATRELLA - SECRETARY

8910 Miramar Parkway Suite 100 Miramar, Florida 33025

(Also see Attached)

(Attach additional pages if necessary)
(continued)

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Please add the following articles:

ARTICLE VIII
LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

Please amend the following articles and add the following new ones to:

ACHAIA FOUNDATION, Inc.

Document Number: N07000004925

ARTICLE III **PURPOSE**

This corporation is organized exclusively for charitable, educational, scientific, literary, and fostering national amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall focus on educational, scientific, literary, and charitable issues. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV **MANNER OF ELECTION**

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE IX
DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

A handwritten signature in black ink, appearing to read 'Ernest Dorsainvil', is written over a horizontal line.

Ernest Dorsainvil, Vice-President

The date of adoption of the amendment(s) was: October 6, 2007

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

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.)

ERNEST DORSAINVIL

(Typed or printed name of person signing)

VICE-PRESIDENT

(Title of person signing)

FILING FEE: \$35