

N070000008392

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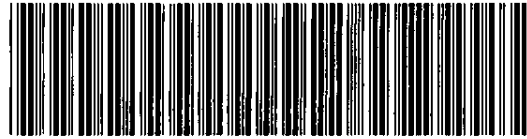
(Business Entity Name)

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Amended 9/20/11
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ACE

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE FOUNDATION FOR A BREASTFEEDING CULTURE INC.

DOCUMENT NUMBER: NO 700000 8392

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

Please return all correspondence concerning this matter to the following:

LEONA J RAY

(Name of Contact Person)

(Firm/ Company)

4321 NW 7th Street

(Address)

PLANTATION, FL 33317

(City/ State and Zip Code)

LEONA.RAY@BellSouth.NET

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

For further information concerning this matter, please call:

LEONA RAY

(Name of Contact Person)

at (954) 792-0363

(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 23, 2011

LEONA J. RAY
4321 NW 7TH STREET
PLANTATION, FL 33317

SUBJECT: THE FOUNDATION FOR A BREASTFEEDING CULTURE INC
Ref. Number: N07000008392

We have received your document for THE FOUNDATION FOR A BREASTFEEDING CULTURE INC and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 811A00019703

Articles of Amendment
to
Articles of Incorporation
of

THE FOUNDATION FOR A BREASTFEEDING CULTURE INC
(Name of Corporation as currently filed with the Florida Dept. of State)

NO 7 00000 8392
(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)

_____, 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

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)

ADDITIONAL ARTICLES Required By INTERNAL
 Revenue Service To Become AN EXEMPT
 NON-PROFIT CHARITABLE ORGANIZATION 501 (C) (3)

See ATTACHED SHEETS, Page 1 & 2

The date of each amendment(s) adoption: August 18, 2011
(date of adoption is required)
Effective date if applicable: August 18, 2011
(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 August 18, 2011

Signature Heidi Agostinho
(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)

HEIDI AGOSTINHO
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

ATTACHMENT TO AMENDMENT, DATED AUGUST 18, 2011

ARTICLE III

The specific purpose for which this corporation is organized is:

The purpose for which this not-for-profit organization has been organized are set forth in addition, the objectives of the foundation include but are not limited to the following by promoting, developing and enhancing the field of lactation, providing lactation support and education to the under served population. The foundation also provides technical support as a facility prepares to begin the pathway toward designation by:

- 1) Providing women with the support and resources necessary to initiate and maintain exclusive breastfeeding from birth.
- 2) Effective evidenced based breastfeeding support.
- 3) Assistance in adoption and writing of new policies.
- 4) Technical assistance to Hospital Quality Assurance Team.
- 5) Monetary incentive to the first 3 hospital to complete the discovery phase of the 4 D Pathway.

ARTICLE IV

The manner in which the directors are elected or appointed is provided for in the by-laws:

At each annual meeting of members, the membership shall elect the officers for the coming year. Each elected member will hold office until the next annual meeting. Each elected officer shall hold office until the expiration of the term for which he/she was elected and until his/her successor has been elected and shall have qualified, or until his/her prior resignation or removal. The foundation officers shall consist of a President, Vice-President, Treasurer and Secretary.

ARTICLE VIII

The Foundation for a Breastfeeding Culture Inc has been organized and operates exclusively for charitable, educational and scientific purposes, 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.

ATTACHMENT TO AMENDMENT, DATED AUGUST 18, 2011 (CONT'D)

ARTICLE IX

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the Corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article ____ hereof.

ARTICLE X

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. 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.

ARTICLE XI

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (A) by a charitable organization exempt from Federal Income Tax under Section 501 (C) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (B) by a charitable organization contribution to which are deductible under Section 170 (C) (2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law.

ARTICLE XII

Upon the dissolution or winding up of the Corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this Corporation will be distributed to a non-profit fund, Foundation or Corporation which is organized and operated exclusively for charitable purposes and which has established its' tax exempt status under Section 501 (C) (3) of the internal Revenue Code.

Any such asset 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(s) as the court shall determine, which are organized and operated exclusively for such purposes.