

N070000009382

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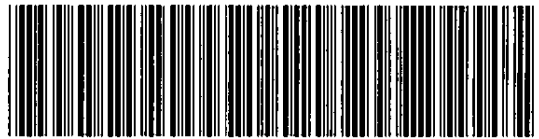
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TALLAHASSEE, FLORIDA

Amend
-C. COULLETTE
APR 27 2009
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AMCAW, INC.

DOCUMENT NUMBER: N07000009382

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

Please return all correspondence concerning this matter to the following:

GWENN RIOS

(Name of Contact Person)

AMCAW, INC.

(Firm/ Company)

1581 NE 9TH STREET

(Address)

HOMESTEAD, FL. 33033

(City/ State and Zip Code)

For further information concerning this matter, please call:

GWENN RIOS

(Name of Contact Person)

at (239) 207-1774

(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

AMCAW, INC.

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

N07000009382

(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

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TALLAHASSEE, FLORIDA

(Attach additional sheets, if necessary)

(attach additional sheets, if necessary). (Be specific)

Article XII. Prohibited Activities amended to Article XII. Distribution of Assets

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: 3/30/2009

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 4/20/2009

Signature Gwenn Rios
(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)

GWENN RIOS
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

Amendment
TO

NON-PROFIT ARTICLES OF INCORPORATION

OF

AMCAW, INC.

The undersigned, desiring to form a corporation under and pursuant to the laws of the State of Florida, for the purposes hereinafter stated, hereby make, subscribe and acknowledge before a notary public and file with the Secretary of State of Florida, these Articles of Incorporation, as follows:

I. NAME AND PRINCIPAL OFFICE

The name of this corporation shall be AMCAW, INC. The principal place of business and mailing address of this corporation shall be 1581 NE 9 Street, Homestead, Florida 33033.

II. DURATION

The term of existence of this corporation is perpetual, from the date hereof.

III. STATUS

The corporation is a not-for-profit corporation.

IV. AUTHORIZATION

This corporation shall be governed according to the laws promulgated under Chapter 617 of the Florida Statutes.

V. PURPOSE OF BUSINESS

Said corporation is organized exclusively for charitable, religious, 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, or the corresponding section of any future federal tax code.

VI. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is located at 1581 NE 9 Street, Homestead, Florida 33033, and the name of the initial registered agent of this corporation at this address is Gwenn Rios.

VII. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two. The names and addresses of the initial Board of Directors of this corporation are:

Gwenn A. Rios
1581 NE 9 Street
Homestead, Florida 33033

Nancy L. Faith
15020 Garfield Drive
Homestead, Florida 33033

The directors named in these Articles of Incorporation as the first Board of Directors shall hold office until the first annual meeting of the members, at which an election of directors shall be held. Thereafter the term of office of each director shall be three (3) years and until the qualification of a successor in office of such director.

VIII. MANAGEMENT

The affairs of the corporation shall be managed by a president, vice president, secretary and a treasurer, and such additional and assistant officers as shall be provided for in the By-Laws, under the supervision of the Board of Directors. The officers shall be elected by the Board of Directors, or as provided in the By-Laws. The officers shall serve for a period of one (1) year or until their successors are elected or appointed.

IX. INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is:

Gwenn A. Rios
1581 NE 9 Street
Homestead, Florida 33033

Nancy L. Faith
15020 Garfield Drive
Homestead, Florida 33033

X. MEMBERS

The members of this corporation shall consist of the initial directors named herein and such other persons as are approved for membership by the Board of Directors as provided in the By-Laws.

XI. INUREMENT AND PROHIBITED ACTIVITIES

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 shall 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 V 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Other provisions of these Articles of Incorporation notwithstanding, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, nor retain any excess business holdings as defined in Section 4943(c) of the Code, nor make any investments in such manner as to subject it to tax under Section 4944 of the Code, nor make any taxable expenditures as defined in Section 4945(d) of the Code.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

XII. DISTRIBUTION OF ASSETS

Upon the dissolution of the corporation, assets shall be distributed 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.

XIII. BOARD OF DIRECTORS

The Board of Directors shall be a self-perpetuating body whose members shall be chosen only from among the members of this corporation. In the event any vacancy shall occur because of death, resignation, incapacity to act, or removal of a director, the then remaining directors, shall, within a reasonable time, fill the vacancy, or vacancies.

XIV. INDEMNIFICATION

This corporation shall indemnify any of its agents, officers or directors to the full extent permitted by law.

XV. BY-LAWS

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors are hereby authorized to adopt, alter, amend or repeal By-Laws at their pleasure, so long as such By-Laws are in accordance with the laws of the State of Florida and the Code.

XVI. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals, this 16 day of April, 2009.

Gwenn A. Rios
GWENN A. RIOS, PRESIDENT

Nancy Faith
NANCY L. FAITH, VICE-PRESIDENT

Gloria Taddeo Abella
Notary Public

NOTARY PUBLIC STATE OF FLORIDA
Gloria Taddeo Abella
Commission # DD782268
Expires: AUG. 11, 2011
BONDED THRU ATLANTIC BONDING CO., INC.


RESIDENT AGENT CERTIFICATE


In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

First: That Amcaw, Inc. desiring to organize under the laws of the State of Florida, with its initial office, as indicated in the Articles of Incorporation, in the City of Homestead, County of Miami-Dade, State of Florida, has named Gwenn A. Rios as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


GWENN A. RIOS


Notary Public

NOTARY PUBLIC-STATE OF FLORIDA
Gloria Taddeo Abella
Commission # DD782268
Expires: AUG. 11, 2011
ISSUED THRU ATLANTIC BONDING CO., INC.