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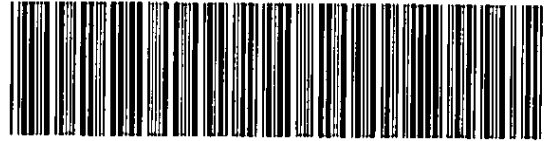
(Business Entity Name)

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FILED
2021 JUL 22 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FL

A. Butler

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Fuente Family Foundation, Inc.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

<input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$52.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Melissa Horowitz

Name (Printed or typed)

P.O. Box 75827

Address

Tampa, FL 33675-0827

City, State & Zip

813-549-6048

Daytime Telephone number

mhorowitz@fuenteholdings.com

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

NOTE: Please provide the original and one copy of the document.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
FUENTE FAMILY FOUNDATION, INC.**

FILED

2021 JUL 22 PM 12:37

SECRETARY OF STATE

Fuente Family Foundation, Inc., a corporation not for profit organized and existing under the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

1. The name of the Corporation is Fuente Family Foundation, Inc., and its Document Number with the Florida Department of State is N08000000099.
2. The original Articles of Incorporation of the Corporation were filed with the Florida Department of State on January 3, 2008. The Articles of Incorporation were amended on January 31, 2008.
3. Pursuant to sections 617.1006 and 617.1007, Florida Statutes, these Amended and Restated Articles of Incorporation amend, restate and integrate the provisions of the Articles of Incorporation of the Corporation, to read in their entirety as follows:

ARTICLE I

Name

The name of the Corporation shall be:

FUENTE FAMILY FOUNDATION, INC.

ARTICLE II

Principal Office and Mailing Address

The street address of the principal office of the Corporation shall be:

1310 N. 22nd Street
Tampa, Florida 33605

And the mailing address of the principal office of the Corporation shall be:

PO Box 75827
Tampa, Florida 33675-0827

ARTICLE III

Purposes

(a) The Corporation is organized and shall be managed and operated exclusively for charitable, religious, scientific and educational purposes. As means for the accomplishment of the foregoing, it shall be within the purposes of the Corporation to establish and maintain charitable, religious, scientific and educational activities and to take any other action that, from time to time, shall be deemed expedient to the directors of the Corporation and which shall further the said purposes.

(b) It shall be within the purposes of the Corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the active conduct of its charitable, religious, scientific or educational purposes directly rather than by or through one or more grantee organizations.

(c) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, officer or member of the Corporation, or to 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 director, officer or member 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. 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 statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(d) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code"), or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

(e) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations that then would qualify for the provisions of Section 501(c)(3) of the Code and the regulations issued thereunder, and no director, officer or member of the corporation, or other private individual shall be entitled to share in the distribution of any of the Corporation's assets.

ARTICLE IV

Powers

(a) The Corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, religious, scientific and educational purposes for which the Corporation is organized.

(b) The Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:

(1) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or

(2) As a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

(c) Notwithstanding any other provision of these Articles of Incorporation, all of the Corporation's income for each of its taxable years shall be distributed at such time and in such manner as will not subject the Corporation to tax under Section 4942 of the Code.

(d) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not:

(1) Engage in any act of self-dealing (as defined in Section 4941(d) of the Code);

(2) Retain any excess business holdings (as defined in Section 4943(c) of the Code);

(3) Make investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; or

(4) Make any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE V

Term of Existence

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VI

Members

The Corporation shall have one or more classes of members, as specified in the by-laws of the Corporation. The rights of members and any conditions and provisions regarding membership shall be stated in the by-laws of the Corporation.

ARTICLE VII

Registered Agent and Registered Office

The initial registered agent of the Corporation shall be Brenda E. Byrne, and the initial registered office of the Corporation shall be 1310 N. 22nd Street, Tampa, Florida 33605. The Corporation shall have the right to change such registered agent and registered office as provided by law.

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation are:

<u>Name</u>	<u>Address</u>
Karen R. Smith	1310 N. 22nd Street Tampa, Florida 33605

ARTICLE IX

Board of Directors

(a) The affairs of the Corporation shall be managed by a Board of Directors who shall be elected as provided in the by-laws, and by officers who shall be appointed by the Board of Directors as provided in the by-laws. The officers to be appointed in such fashion shall be a president, a secretary, and a treasurer, and such other officers as may be provided for in the by-laws of the Corporation. The duties of the respective officers and the manner of filling vacancies in the offices of the Corporation shall be as provided in the by-laws.

(b) The number of directors and the manner of filling vacancies in the Board of Directors shall be provided in the by-laws of the Corporation. The number shall not be less than three (3) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time as provided by the by-laws. Provisions for holding meetings of the directors and the transaction of business by the directors shall be as provided in the by-laws of the

Corporation. Subject to the by-laws, meetings of the directors may be held within or outside of State of Florida.

ARTICLE X

Amendment of By-Laws

The by-laws of the Corporation may be made, amended in whole or in part, or repealed, and new by-laws may be adopted from time to time, by a majority vote of all the directors of the Corporation, unless otherwise provided in the Company's by-laws.

ARTICLE XI

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in whole or in part by the members of the Corporation in the manner provided in the Corporation's by-laws.

The foregoing Amended and Restated Articles of Incorporation were adopted by the Board of Directors on May 11, 2021, and will become effective upon their filing with the Florida Department of State. The Corporation had no members entitled to vote on the amendments.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be signed by its duly authorized officer this 25th day of May, 2021.

FUENTE FAMILY FOUNDATION, INC.

By: 

Carlos P. Fuente
President