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No 80000000754

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

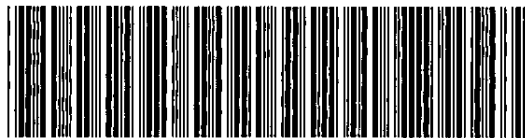
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2008 JUL 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend
News
7-23-08

Law Office of Clinton Paris, P.A.

*Boardwalk of Riverview
10014 Water Works Lane
Riverview, Florida 33569*

*(813)413-7924
(813)413-7847 fax
CParis@Parislawoffice.com*

July 15, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Friends of Clean City, Inc.
Document No: No8000000, Inc.,
Amendment to Articles

Dear Division of Corporations,

The enclosed documents are hereby submitted for filing with payment of \$35.00. If you are unable to accommodate this request please contact me immediately.

Thank you in advance for your prompt attention to this matter.

Sincerely,


Clinton Paris, Esquire

Cc: Sue Ellen Sexton

Law Office of Clinton Paris, P.A.

*Boardwalk of Riverview
10014 Water Works Lane
Riverview, Florida 33569*

*(813)413-7924
(813)413-7847 fax
CParis@Parislawoffice.com*

May 23, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Friends of Clean City, Inc.
Document #: N08000000754
Amendment to Articles of Organization

Dear Division of Corporations:

The enclosed amendment is hereby submitted for filing with payment of \$35.00.
If you are unable to accommodate this request please contact me immediately.

Sincerely,


Clinton Paris, Esquire



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 30, 2008

CLINTON PARIS
10014 WATER WORKS LANE
BOARDWALK OF RIVERVIEW
RIVERVIEW, FL 33569

SUBJECT: FRIENDS OF CLEAN CITY, INC.
Ref. Number: N08000000754

We have received your document for FRIENDS OF CLEAN CITY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 008A00033985

**AMENDED ARTICLES OF INCORPORATION
OF
FRIENDS OF CLEAN CITY, INC**

FILED
2008 JUL 23 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida there Articles of Incorporation for the purposes of amending the original Articles of Incorporation in accordance with the laws of the State of Florida.

ARTICLE I
Name and Address

The name of this corporation is FRIENDS Of CLEAN CITY, INC.

The address of this corporation is 7525 North Boulevard, Tampa, Florida 33604 or such other address within the State of Florida as the Board of Directors may from time to time designate.

ARTICLE II
Purpose and Limitations

- A. Friends of Clean City, Inc., is organized exclusively for charitable, religious educational, and scientific purposes, including for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.
- B. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.
- C. No part of the organization's assets will inure to the benefit of any private individual. No substantial part of the activities may include carrying on propaganda or otherwise attempting to influence legislation [except as provided for in subsection 501(h)], or participation in or intervening in (including the publishing or distribution of statements) and political campaigns on behalf of (or in opposition to) any candidate for public office. The purpose may include the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III

Powers and Limitations

This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit including, but not limited to, Chapter 617 Florida Statutes, and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, that are necessary or convenient to effect any and all of the charitable and educational purposes for which the corporation is organized, subject, however to the following:

- A. This corporation shall be operated exclusively for, and shall only have the power to perform, activities exclusively within the meaning, requirements, and effect of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended heretofor or hereafter.
- B. This corporation shall not engage in any act of self-dealing as defined in Section 494(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax law.
- C. This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- D. This corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- E. This corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- F. This corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent tax laws.
- G. This corporation shall not engage in any prohibited transaction as defined in Section 503(b) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

Members

The members of this corporation shall consist of those persons who comprise the first Board of Trustees of this corporation and such other persons over eighteen (18) years of age or entities as may from time to time be elected and admitted to membership by majority vote of the Board of trustees of the corporation in accordance with provisions of the By-Laws of the corporation.

ARTICLE V
Terms of Existence

The term for which this corporation is to exist shall be perpetual.

ARTICLE VI
Incorporator

The names and addresses of the incorporator is:

Clinton Paris, Esquire
Law Office of Clinton Paris, P.A.
Boardwalk of Riverview
10014 Water Works Lane
Tampa, Florida 33578

ARTICLE VII
Officers and Trustees

The affairs of this corporation shall be managed by a Board of Trustees and officers composed of the following:

- A. The Board of Trustees shall consist of at least seven (7) adult persons elected by a majority vote of the members as provided in the Bylaws.
- B. The officers shall be elected annually by a majority vote of the Board of Trustees and shall be a Chairperson, Vice Chairperson, a Secretary and a Treasurer and such other officers as may be provided for in the By-Laws of the corporation. Multiple offices may be held by the same person. The duties of respective officers and the manner of filling vacancies in the offices of the corporation shall be provided in the By-Laws.

ARTICLE VIII
First Board of Trustees

The names and addresses of the member of the first Board of Trustees, who, subject to these Articles, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of existence of this corporation or until an

election is held by the Board or until their successors have been duly elected and qualified are:

<u>Trustee</u>	<u>Name</u>	<u>Address</u>
1.	Steven Hellman	18863 Maisons Dr. Lutz, Fl. 33558
2.	Stuart Rapella	2716 Shadecrest Rd. Land O Lakes, Fl 34639
3.	James Rodriguez	18108 Kara Ct., Tampa, Florida 33647
4.	Carole Choice	8575 Montravail #738, Tampa, FL 133637
5.	David Denson	1910 E. 22 nd Ave, Tampa, Florida 33605
6.	Leerone Benjamim	14012 Briardale Ln, Tampa, Florida 33618
7.	Sue Ellen Sexton	3913 W. McKay Avenue, Tampa, Florida 33609

ARTICLE IX

Officers

The names and addresses of the officers of this corporation who, subject to the Articles, and the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of existence of this corporation or until an election is held by the Trustees of this corporation for the election of permanent officers or until their successors have been duly elected and qualified are:

<u>Title</u>	<u>Name</u>	<u>Address</u>
Chairperson	Sue Ellen Sexton	3913 W. McKay Ave, Tampa, Fl 33609
Vice Chairperson	Darren Booth	14743 Canopy Drive, Tampa, Florida 33626
Secretary	Howard Cooperider	4221 W. Spruce St, Tampa, Florida 33607
Treasurer	Howard Cooperider	4221 W. Spruce St, Tampa, Florida 33607

ARTICLE X

Registered Office and Registered Agent

The name of the corporation's initial registered agent at the following address is James Rodriguez, 7525 North Boulevard, Tampa, Florida 33604 and the street address of the corporation initial registered office is 7525 North Boulevard, Tampa, Florida 33604.

The corporation shall keep the State of Florida informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

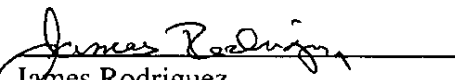
ARTICLE XI
By-Laws

The By-Laws of this corporation may be made, altered, or rescinded from time to time in whole or in part by a majority vote of the Trustees of this corporation present any meeting of the Board of Trustees at which a quorum is present and notice of proposed action with respect to the By-Laws has been waived by a majority of the members of the Board of Trustees or mailed by the Secretary of this corporation to all members of the Board of Trustees at least three (3) days before the meeting.

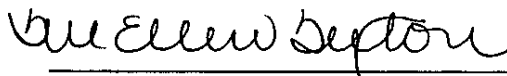
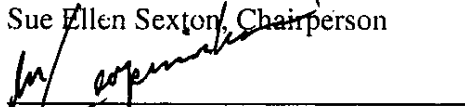
ARTICLE XII
Amendment of Articles of Incorporation

The Articles of Incorporation may be amended by the Board of Trustees upon a majority vote of the Board. No members are required to vote on this amendment. This amendment was adopted by written consent of the Board of Trustees on 25, day of June, 2008.

I James Rodriguez am familiar with and accept the duties and responsibilities as Registered Agent for the Friends of Clean City, Inc.


James Rodriguez

IN WITNESS WHEREOF, we have executed these Articles of Incorporation for the uses and purposes therein expresses this 8th day of July, 2008.


Sue Ellen Sexton, Chairperson

Howard Cooperider, Secretary

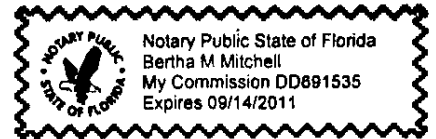
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 8th day of July,
2008, personally appeared Sue Ellen Sexton and who signed the foregoing Articles of
Incorporation, and acknowledged to me that he/she executed the same freely and
voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.




Notary Public



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 11 day of July,
2008, personally appeared Howard Cooperider who signed the foregoing Articles of
Incorporation, and acknowledged to me that he/she executed the same freely and
voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Notary Public

