

N08000003341

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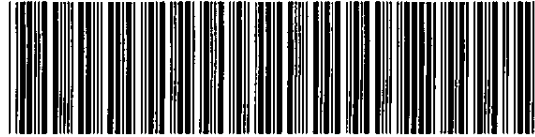
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TALLAHASSEE, FLORIDA

Amend + Rest
G. Goulette MAY 12 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE DIVERSITY INITIATIVE, INC.

DOCUMENT NUMBER: N08000003341

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

Please return all correspondence concerning this matter to the following:

JOHN PRIBANIC

(Name of Contact Person)

THE DIVERSITY INITIATIVE, INC.

(Firm/ Company)

2499 17TH AVE NORTH

(Address)

ST. PETERSBURG, FL 33713

(City/ State and Zip Code)

For further information concerning this matter, please call:

JOHN PRIBANIC

(Name of Contact Person)

at (813) 770-2929

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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**

THE DIVERSITY INITIATIVE, INC.

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

N08000003341

(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):

N/A

(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)**

AMENDED AND RESTATED ARTICLES OF INCORPORATION - THE DIVERSITY INITIATIVE, INC.

SEE ATTACHED 5 PAGES.

(Attach additional pages if necessary)
(continued)

AMENDED AND RESTATED

**ARTICLES OF INCORPORATION
THE DIVERSITY INITIATIVE, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

Pursuant to the provisions of Chapter 617 of the Florida Statutes, the above named Florida Not for Profit Corporation hereby adopts the following Restated and Amended Articles of Incorporation. The Corporation was formed and the Articles of Incorporation filed with the Florida Department of State on April 7th, 2008 - Document Number N08000003341. The Amended and Restated Articles of Incorporation was adopted by its Board of Directors as pursuant to its Articles of Incorporation and Bylaws and was unanimously approved by the Board of Directors entitled to vote on the amendment and the number of votes cast by the Board of Directors were sufficient for approval. The Articles of Incorporation of The Diversity Initiative, Inc. are hereby amended and restated as follows:

ARTICLE I – NAME

The name of the Corporation is:
The Diversity Initiative, Inc.

**ARTICLE II – PRINCIPAL OFFICE, MAILING ADDRESS
AND REGISTERED AGENT**

The principal office of the Corporation is located at:
2499 17th Avenue North
St. Petersburg, FL 33713-4903

The mailing address of the Corporation is:
c/o John Pribanic
2499 17th Avenue North
St. Petersburg, FL 33713-4903

The name of the registered agent of the Corporation is:
John Pribanic
2499 17th Avenue North
St. Petersburg, FL 33713-4903

ARTICLE III – PURPOSES

NON-PROFIT PURPOSE: This Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of the Internal Revenue Code (IRC) Section 501(c) (3) including the making of distributions to organizations that

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qualify as tax exempt organizations under IRC Section 501(c) (3), or corresponding sections of any future tax code; and is authorized to exercise such powers as are in furtherance of its exempt status and for the purposes for which a corporation may be formed under the Florida Not-For-Profit Corporation Act.

SPECIFIC PURPOSES: To provide employment services to individuals who have been identified by the Florida Department of Education, Division of Vocational Rehabilitation as having a documented disability. Employment Services provided will include employability skills training, case management, personal and vocational adjustment training, job development, job analysis, job coaching, job training, counseling and support for employees and employers after job placement and coordination of rehabilitation technology. The Corporation shall perform all things necessary and/or desirable in connection with the foregoing purposes.

ARTICLE IV – POWERS

This Corporation shall have and exercise all the powers of Non-Profit Corporations under the Laws of the State of Florida, but within the restrictions of IRC Section 501(c) (3), and which are convenient or necessary to effect the purposes of the Corporation.

LIMITATION ON POWERS:

1. No part of the assets or net earnings of the Corporation shall be distributable to, or inure to the benefit of, its members, directors, 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 III hereof.
2. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation.
3. The Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
4. The Corporation may not pursue objectives or engage in activities, which will characterize it as an action organization.
5. 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 Corporation exempt from Federal and State income tax under IRC Section 501 (c) (3), or corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under IRC Section 170 (c) (2) or corresponding section of any future federal tax code.

ARTICLE V – QUALIFICATION OF MEMBERS AND MANNER OF ADMISSIONS

1. The membership shall be open to all persons 18 years of age or older who are residents of the State of Florida interested in the objectives of the Corporation. The initial members of the Corporation shall be:

John Pribanic
Edwin Rodriguez
Evelyn Ramos

2. The By-Laws of the Corporation may prescribe additional qualifications for membership and may provide for additional classes of members.
3. Prospective members shall be admitted to membership upon approval by the Board of Directors, according to the procedures and limitations established in the By-Laws.

ARTICLE VI – TERM OF EXISTENCE

The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 617, as amended.

ARTICLE VII – DISTRIBUTION OF ASSETS UPON DISSOLUTION

The assets of the Corporation are dedicated to the exempt educational and charitable purposes within the meaning of IRC Section 501 (c) (3) described in Article III above. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of IRC Section 501 (c) (3), 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 as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

ARTICLE VIII – OFFICERS AND DIRECTORS

The affairs of this Corporation shall be managed by a governing Board call the Board of Directors, who shall be elected at the annual meeting of the Corporation. Vacancies on the Board of Directors may be filled until the next annual meeting, in such a manner as provided by the By-Laws. The officers shall be: a President, Vice President, Secretary and Treasurer. They shall be elected by the Board of Directors. The officers and members of the Board shall perform such duties, hold office for such terms, and take office at such times as shall be provided by the By-Laws of the Corporation.

ARTICLE IX – OFFICERS AND DIRECTORS

The number of Directors shall initially be three (3). The number may be increased as provided in the By-Laws of the Corporation, but shall never be fewer than three (3). The name and addresses of the persons who shall serve as directors until the first election are:

John Pribanic
2499 17th Avenue North
St. Petersburg, FL 33713

Edwin Rodriguez
1879 Folkstone Road
Tallahassee, FL 32312

Evelyn Ramos
777 87th Avenue North
St. Petersburg, FL 33702

ARTICLE X – AMENDMENT OF ARTICLES OF INCORPORATION

These Articles may be amended by a majority of the members present and voting at any regular or special meeting of the Corporation, provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed Amendment to each and every member of the Corporation; provided, however, that the Amendment will not adversely affect the status of the Corporation as an organization qualifying under IRC Section 501 (c) (3).

ARTICLE XI – INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the Corporation), by reason of the fact that he or she is or was a director or officer of the Corporation, against any and all expenses (including attorneys' fees, court costs, and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him or her in connection with such action, suit or proceeding, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his or her duties. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such person. Provided, however, that, if any past or present officer or director sues the Corporation, other than to enforce this indemnification, such past or present director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification herein above set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification or deficiency resulting from insufficient

insurance coverage, the Board of Directors shall assess the membership to cover such costs. This indemnification is an absolute right, and such assessments shall be made notwithstanding and any provisions contained herein to the contrary.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation has hereunto executed the Amended and Restated Articles of Incorporation this 1st day of May, 2008, for the purpose of Amending the Articles of Incorporation of this Non-Profit Corporation under the Laws of the State of Florida and the Laws of the United States, and hereby makes and files these Amended and Restated Articles of Incorporation in the office of the Secretary of State of the State of Florida and certifies that the facts herein are true.

THE DIVERSITY INITIATIVE, INC.
A Florida Not for Profit Corporation

By:  5/1/08

John Pribanic, President

Attested By: 

Daisy Rodriguez, Secretary

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named the Registered Agent to accept service of process for the above-stated Corporation, at the registered office designated in the Articles, I hereby accept such designation and agree to serve as registered agent for The Diversity Initiative, Inc. a Florida Not for Profit Corporation.


John Pribanic, Registered Agent


Date

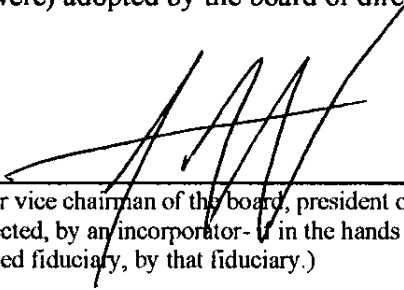
The date of adoption of the amendment(s) was: 5/1/2008

Effective date if applicable: 5/1/2008
(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.)

JOHN PRIBANIC

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35