

N08000003562

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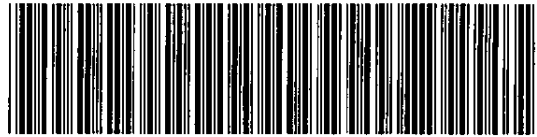
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TALLAHASSEE, FLORIDA

03/05/09--01025--004 **43.75

Amend
Thurs
3-6-09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hearts for Haiti Foundation, Inc

DOCUMENT NUMBER: N08000003562

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

Please return all correspondence concerning this matter to the following:

Allena Smiley
(Name of Contact Person)

Hearts for Haiti, Foundation
(Firm/ Company)

905 E MLK Dr Suite 220
(Address)

Tarpon Springs, FL 34689
(City/ State and Zip Code)

For further information concerning this matter, please call:

Eugene Smiley I at (386) 316-5020
(Name of Contact Person) (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

FILED

09 MAR -5 PM 2:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hearts for Haiti Foundation, Inc

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

N08000003562

(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:

na

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)

905 E MLK Dr

Suite 220

Tarpon Springs, FL 34689

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

PO Box 985

Tarpon Springs, FL 34688

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:

na

New Registered Office Address:

na

(Florida street address)

na

(City)

Florida

(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

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
na			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
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			<input type="checkbox"/> Remove

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

See attached pages.

HEARTS FOR HAITI FOUNDATIONS, INC

Amendment I

February 22, 2009

The undersigned incorporator, for the purpose of forming a Florida Not For Profit Corporation, here adopts the following amendment to the Articles of the Incorporation:

ARTICLE I

The name of this corporation shall be: Hearts For Haiti Foundation, Inc.

ARTICLE II

The principal place of business address:

905 E. MLK Dr. Suite 220
Tarpon Springs, Pinellas County Florida 34689.

The mailing address of the corporation is:
Post Office Box 985
Tarpon Springs, Pinellas County Florida 34688-0985.

ARTICLE III

The specific purpose for which this corporation is organized is:

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall provide needed health care, clothing, books, educational materials and a method in which to improve their quality of life. All funds acquired by gifts or contribution shall be deposited into the Hearts for Haiti Foundation, Inc. corporate bank account. No less than 50 percent of such acquired funds will be devoted to said purposes.

ARTICLE IV

The manner in which directors are elected or appointed is:


As provided for in the bylaws.

ARTICLE V

The name and Florida street address of the registered agent is:

Eugene Smiley – 905 E MLK Dr: Suite 220, PO Box 985, Tarpon Springs, Fl 34688.

I certify that I am familiar with and accept the responsibilities of the registered agent for the Hearts For Haiti Foundation.

Registered Agent Signature: _____

ARTICLE VI

The name and address of the incorporator is:

Allena B. Smiley – 905 E MLK Dr. Suite 220 PO Box 985, Tarpon Springs, Fl 34688

ARTICLE VII

DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors shall be comprised of the following natural persons:

Dr. Allena Burge- SmileyPresident – 905 E MLK Dr Suite 220 Tarpon Springs, Fl 34688

Eugene Smiley.....Vice President – 905 E MLK Dr Suite 220 Tarpon Springs, Fl 34688

Joost Cecil Bottenbley.....Treasurer – 905 E MLK Dr Suite 220 Tarpon Springs, Fl 34688

Dr. Regina Smiley.....Secretary – 905 E MLK Dr Suite 220 Tarpon Springs, Fl 34688

ARTICLE VIII

LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. Said organization 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 corresponding section of any future federal tax code.

2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX

DISSOLUTION

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 country 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.

The undersigned incorporator(s) certify(ies) both that she/he/they execute(s) these Articles for the purposes herein stated, and that by such execution, she/he/they affirm(s) the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she/he/they is/are subject to the criminal penalties for perjury set forth in Minnesota Statutes 609.48 as if this document had been executed under oath.

ARTICLE X

DEBT OBLIGATIONS AND PERSONAL LIABILITY

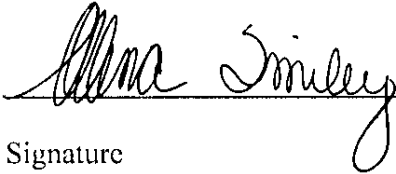
No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE XI
INCORPORATOR

The incorporator(s) of this corporation is(are):

Allena Burge- Smiley, President, PO Box 794, Tarpon Springs, FL. 34688-0794

The undersigned incorporator(s) certify(ies) both that she/he/they execute(s) these Articles for the purposes herein stated, and that by such execution, she/he/they affirm(s) the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she/he/they is/are subject to the criminal penalties for perjury set forth in Minnesota Statutes 609.48 as if this document had been executed under oath.


Signature

22 Feb 2009
Date

The date of each amendment(s) adoption: February 22, 2009

Effective date if applicable: February 22, 2009
(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 2-23-09

Signature Allena B. Smiley
(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)

Allena B. Smiley
(Typed or printed name of person signing)

President
(Title of person signing)