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2009 MAR 26 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE BIG BLUE & YOU FOUNDATION, INC.

DOCUMENT NUMBER: N08000008236

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

Please return all correspondence concerning this matter to the following:

Michelle Swaby
(Name of Contact Person)

The Big Blue & You Foundation, Inc.
(Firm/ Company)

212 NE 154 Street
(Address)

Miami, Florida 33162
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Michelle Swaby at (786) 287-9823
(Name of Contact Person) 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
409 E. Gaines Street
Tallahassee, FL 32399

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of**

THE BIG BLUE & YOU FOUNDATION, INC.

FILED
2009 MAR 26 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

AMENDING Article III to read as follows:

ARTICLE III:

The Corporation is organized exclusively for educational, religious and charitable 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

AMENDING Article VII to read as follows:

ARTICLE VII:

The Board of Directors shall consist of ten (10) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three (3) directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

Orvill Dwyer
212 NE 154 Street
Miami, Florida 33162
Diana Santos
212 NE 154 Street
Miami, Florida 33162
Fernando Bretos
212 NE 154 Street
Miami, Florida 33162
Rebkah Howard
212 NE 154 Street
Miami, Florida 33162
Michele Henney
212 NE 154 Street
Miami, Florida 33162

Michelle Swaby
212 NE 154 Street
Miami, Florida 33162
Eric Knowles
212 NE 154 Street
Miami, Florida 33162
Ted Davis
212 NE 154 Street
Miami, Florida 33162
Suzan McDowell
212 NE 154 Street
Miami, Florida 33162
Dr. Cinda Scott
212 NE 154 Street
Miami, Florida 33162

ADDING Article IX to read as follows:

ARTICLE IX

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 three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or other-wise 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.

ADDING Article X to read as follows:

ARTICLE X

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ADDING Article XI to read as follows:

ARTICLE XI

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ADDING Article XII to read as follows:

ARTICLE XII

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.

ADDING Article XIII to read as follows:

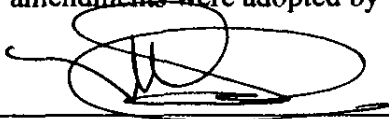
ARTICLE XII

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

SECOND: The date of adoption of the amendment(s) was: March 19, 2009

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast or the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Michelle Swaby

Typed or printed name

Director

Title

March 19, 2009

Date