

N09000002/23

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

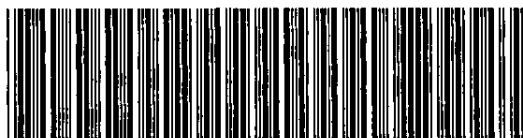
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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10/31/12--01004--014 \*\*35.00

12 OCT 31 PM 3:31

EFFECTIVE DATE

Jan 1, 2013

Amend  
@ 11/1/12

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **Davie Swimming and Diving, Inc.**

DOCUMENT NUMBER: **N09000002123**

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

Please return all correspondence concerning this matter to the following:

**Danny Shum**

(Name of Contact Person)

**Danny Shum CPA, P.L.**

(Firm/ Company)

**5220 S. University Dr. #207**

(Address)

**Davie, FL 33328**

(City/ State and Zip Code)

**dshumcpa@gmail.com**

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

For further information concerning this matter, please call:

**Danny Shum**

(Name of Contact Person)

at ( **954** ) **252-5778**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |                                                     |                                                                        |                                                                                                     |                                                                                                                            |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

EFFECTIVE DATE  
Jan 1, 2013

Davie Swimming and Diving, Inc.

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

N09000002123

(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:**

*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**)

4431 SW 64th Ave  
Davie, FL 33314

**C. Enter new mailing address, if applicable:**  
(Mailing address **MAY BE A POST OFFICE BOX**)

4431 SW 64th Ave  
Davie, FL 33314

**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:

Danny Shum

5220 S. University Dr. #207

(Florida street address)

New Registered Office Address:

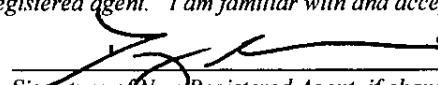
Davie

(City)

Florida 33328  
(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

12 OCT 31 PM 3:31

(Attach additional sheets, if necessary)

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

**Example:**

Type of Action  
(Check One)

Address

6) \_\_\_\_ Change \_\_\_\_\_  
 \_\_\_\_ Add \_\_\_\_\_  
 Remove \_\_\_\_\_

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

See attached pages

Amendment To  
**ARTICLES OF INCORPORATION  
OF  
Davie Swimming and Diving, Inc.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **Davie Swimming and Diving, Inc.**, hereby known as the "Corporation".

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation 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 the corresponding section of any future federal tax code.

The mission of Davie Swimming and Diving, Inc. is to help prevent drowning in communities with limited physical and financial access to both pools and water safety instruction. Davie Swimming and Diving Inc's primary function is to promote the sport of swimming while raising funds to help underprivileged families benefit from potentially life-saving swim instruction. The majority of Davie Swimming and Diving Inc's funding will come from the general public, corporations, or other public charities.

**ARTICLE 3 - PROHIBITIONS**

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 Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise 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, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 4 - DIRECTORS/MANNER OF ELECTION**

The Directors shall be elected by a majority vote of the Members of this Corporation. The directors of the Corporation shall be:

President and Treasurer: Tomas Victoria

Vice-president: Alex Pussieldi

Executive Director and Secretary: Anna Rodriguez

whose mailing addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 5 - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 4431 SW 64th Avenue, Davie, Florida 33314 and the mailing address is the same.

#### **ARTICLE 6 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:  
Tomas Victoria, 4431 SW 64th Avenue, Davie, Florida 33314

#### **ARTICLE 7 - OFFICERS**

The Officers shall be elected by a majority vote of the Directors of this Corporation. The Officers of the Corporation shall be:

President and Treasurer: Tomas Victoria

Vice-president: Alex Pussieldi

Executive Director and Secretary: Anna Rodriguez

whose mailing addresses shall be the same as the principal address of the Corporation.

#### **ARTICLE 8 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 9 - CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

#### **ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

#### **ARTICLE 11 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

#### **ARTICLE 12 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

#### **ARTICLE 13 - RESPONSIBILITIES AND BYLAWS**

The officers of Davie Swimming and Diving, Inc. Inc adopted under board resolution vote on October 23, 2012 are as follows:

Président and Treasurer: Tomas Victoria

Vice-president: Alex Pussieldi

Executive Director and Secretary: Anna Rodriguez

Board members will review staffing needs and Board membership annually and as needed. New officers will be elected by majority of board member vote. The President will be responsible for overseeing and directing the affairs of the nonprofit, including major decision-making. The Vice President will approve the budget and provide all financial reports. The office of the executive director and secretary will support the president and vice president in organizational activities and performing program tasks. The Board of Directors of Davie Swimming and Diving, Inc will initially be non-salaried. Future salaries will be determined primarily by funding for work performed. An individual member of the Board of Directors can not vote on their own compensation. Salaries will only be distributed by a majority vote of the Board of Directors. Davie Swimming and Diving, Inc's board of directors may not include relatives of any other member and may not engage in business deals where a conflict of interest exists.

#### **ARTICLE 14 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Danny Shum CPA, P.L., located at 5220 S. University Dr. #207, Davie, FL 33328. The name and address of the registered agent of this Corporation is Danny Shum CPA, P.L., 5220 S. University Dr. #207, Davie, FL 33328.

#### **ARTICLE 15 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective the 1st day of January 2013.

#### **ARTICLE 16 - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE 17 - INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the

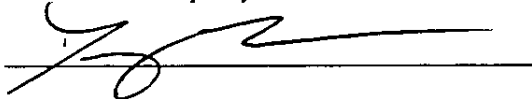
Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

#### **ARTICLE 18 - DISSOLUTION**

Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction 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.

#### **SIGNATURE OF REGISTERED AGENT**

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*



Danny Shum CPA, Registering Agent

10/22/12

Date

#### **SIGNATURE OF INCORPORATOR**

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

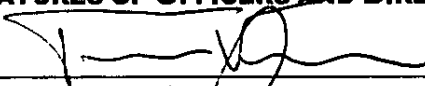


Tomas Victoria, Incorporator

10/22/12

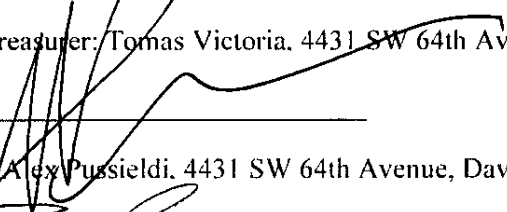
Date

**SIGNATURES OF OFFICERS AND DIRECTORS**

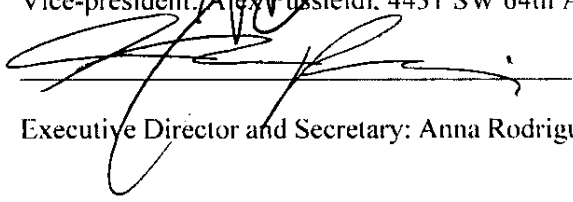
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President and Treasurer: Tomas Victoria, 4431 SW 64th Avenue, Davie, FL 33314

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Vice-president: Alex Pussieldi, 4431 SW 64th Avenue, Davie, FL 33314

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Executive Director and Secretary: Anna Rodriguez, 4431 SW 64th Avenue, Davie, FL 33314

The date of each amendment(s) adoption: 10/29/12

Effective date if applicable: January 1, 2013  
(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 10/29/12  
Signature [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)

Tomas Victoria  
(Typed or printed name of person signing)  
President  
(Title of person signing)