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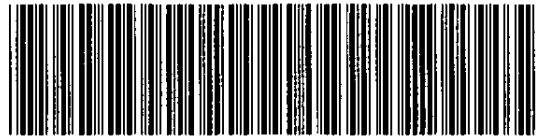
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DIVISION OF CORPORATIONS
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Amend/Name
chg
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CUS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **HOME OWNERS OPRIOM GROUP, INC.**

DOCUMENT NUMBER: **N09000002278**

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

Please return all correspondence concerning this matter to the following:

MIA LUTZ

(Name of Contact Person)

HOME OWNERS OPTION GROUP

(Firm/ Company)

4800 N FEDERAL HIGHWAY, SUITE D 104

(Address)

BOCA RATON, FL 33431

(City/ State and Zip Code)

For further information concerning this matter, please call:

MIA LUTZ

(Name of Contact Person)

at (**561**)

447-0013

(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

HOME OWNERS OPRIOM GROUP, INC.

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

N0900002278

(Document Number of Corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR 13 AM 10:41

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:

HOME OWNERS OPTION GROUP, INC.

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (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>
_____	_____	_____	<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 ATTACHMENT

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HOME OWNERS OPTION GROUP, INC.
N09000002278**

The Board of Directors of Home Owners Option Group, Inc., a Florida not for profit corporation (the "Corporation") have duly adopted the following Amended and Restated Articles of Incorporation pursuant to the provisions of sections 617.1001, 617.1002 and 617.1007 of the Florida Not For Profit Act:

WHEREAS, the Corporation was incorporated on March 6, 2009.

WHEREAS, the Corporation's Board of Directors adopted these Amended and Restated Articles of Incorporation of the Corporation on March 6, 2009 by unanimous vote. The number of votes cast in favor of these Amended and Restated Articles of Incorporation by the Board of Directors was sufficient for approval in that the Corporation has no members and as such no members are entitled to vote on this matter.

The Corporation's Amendment and Restated Articles of Incorporation are as follows:

ARTICLE I – Name

A. The name of the Corporation shall be HOME OWNERS OPTION GROUP, INC. (the "Corporation")

ARTICLE II - Principal Office and Mailing Address

The address of the principal office of the Corporation is and the mailing address of the Corporation is 4800 N Federal Hwy, D 104, Boca Raton, FL 33431.

ARTICLE III – PURPOSE

A. The Corporation is primarily organized to enhance and promote education and to empower the community through homeownership, homeownership retention, debt management and financial wellbeing.

B. The Corporation is organized exclusively for charitable, religious, scientific, educational, or literary purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 502 (c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code").

C. The Corporation is organized for purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501 (c)(3) of the Code are not permitted to engage.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, the Corporation's 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 of the activities of the Corporation shall be the carrying in this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not 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 any 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.

E. The purpose for which the Corporation is organized shall be limited to those which are strictly charitable. In no event shall the Corporation engage in any activity which would be contrary to the purpose and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501 (c) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations there under (the "Code"); or (2) of a corporation, contribution to which are deductible under Section 170 (c) of the Code.

F. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4943 (c) of the Code), make any investments in such a manner as to subject itself to tax under Section 4944 of the Code, nor make any taxable expenditures (as defined in Section 4945 (d) of the Code).

G. The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

H. The Corporation shall not operate for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code.

I. The Corporation is organized to serve public interests. Accordingly, it shall not operate for the benefit of private interests; and

J. In general, the Corporation shall do any and all acts and things, and to exercise any and all powers which now or thereafter are lawful for the Corporation to do or exercise under and pursuant to the Act and preserve its status under Section 501 (c)(3) of the Code.

ARTICLE IV – Term of Existence

The Corporation shall exist perpetually unless dissolved accordingly to law, these Articles or the Bylaws of the Corporation.

ARTIVLE V – Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 4800 N Federal Highway, Suite D 104, Boca Raton, FL 33431 and the name of the initial registered agent of the Corporation at that address is Mia Lutz.

ARTICLE VI – Directors

A. The initial number of directors of the Corporation shall be four (5).

B. The number of directors may be ether increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation bur there shall always be at least three (3) directors.

C. Members of the Board of Directors shall serve without compensation, but shall receive travel and per diem expenses, while in the performance of his or her duties as shall be determined by the Board of Directors.

D. Nothing in the Article shall be construed to preclude the director from serving the Corporation in any other capacity and receiving compensation therefore.

E. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Mia Lutz	9349 Equus Circle Boynton Beach, FL 33462
Luz De La Cruz	5333 Grand Banks Blvd. Greenacres, FL 22363
Jay Lutz	9349 Equus Circle Boynton Beach, FL 33462\
Homar De La Cruz	5333 Grand Banks Blvd. Greenacres, FL 22363
Maria Elena Arias	4800 N Federal Highway Suite D104 Boca Raton, FL 33431

F. Directors shall be elected, appointment, and remove as provided in the Bylaws of the Corporation.

G. The Directors named herein as the first Board of Directors shall hold office until the first annual meeting of the Board of Directors at which time an election of Directors will be held.

H. Directors elected at the first annual meeting of Directors, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of Board of Directors following the election of Directors and until the qualification of the successors in office.

I. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, of all members of the Board shall consent writing to such action. Such written or consent shall be filled with the minutes of the proceedings of the Board, and any such actions by written consent shall have same force and effect as if taken by unanimous vote of the director. Any certificate or other document filled by unanimous written consent of the Board without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorized the Directors to so act. Such a statement shall be prima facie evidence of such authority.

J. The Board of Directors shall annually elect one of its appointive members as chairperson and one as vice chairperson. The members may, by a majority vote remove a member from the position of chairperson or vice chairperson prior to the expiration of his or her term as chairperson or vice chairperson. His or her successor shall be elected to serve for the balance of the removed chairperson's or vice chairperson's term.

K. The chairperson of the Board of Directors shall keep a record of the proceedings of the Board of Directors and is the custodian of all books, documents, and papers filed with the Board of Directors, the minutes of the Board of Directors, and the official seal of the Corporation.

L. The Board of Directors shall meet upon the call of the chairperson, at the request of the vice chairperson, or at the request of a majority of the Board of Directors.

M. The Board of Directors shall meet no less than three (3) times per calendar year. A majority of the total number of all directors shall constitute a quorum. The Board of Directors may take official action by a majority vote of the members present at any meeting at which a quorum is present. Any member of the Board of Directors may participate by telephone or videoconference by which each member may hear every other member, however, members may not vote by proxy.

ARTICLE VII – Officers

The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time, by resolution, create. Any two or more offices may be held by the same person except the offices of President and Secretary. Officers shall be elected for one (1) year terms in accordance with the procedures set fourth in the Bylaws. The names of the officers who are to manage the affairs of the Association until the next annual meeting of the Board of Directors and until their successors are duly elected and qualified are:

President	Mia Lutz
Vice President	Luz De La Cruz
Secretary	Jay Lutz
Treasurer	Homar De La Cruz
Director	Maria Elena Arias

ARTICLE VIII – Members

The Corporation shall not have members.

ARTICLE X – Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE – Bylaws

A. The Bylaws of the Corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the directors at a duly called meeting of the Board of Directors in accordance with these Articles of Incorporation.

B. Members of the Board of Directors shall serve without compensation. But shall receive travel and per diem expenses, while in the performance of his or her duties and shall be determined by the Board of Directors.

ARTICLE - Dissolution

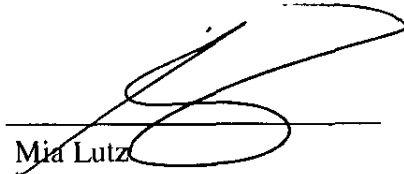
A. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation in a manner not inconsistent with the purpose of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Code, as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501 (c)(3) of the Code.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of Home Owners Option Group, Inc.

Dated: March 10th, 2009


Mia Lutz

WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this
10th day of March, 2009.

Home Owners Option Group, Inc., a
Florida Not For Profit Corporation

By: _____

Mia Lutz, President

The date of each amendment(s) adoption: MARCH 6, 2009

Effective date if applicable: MARCH 6, 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 MARCH 10, 2009

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)

MIA LUTZ

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)