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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 JUN 22 AM 9:21

FILED

ASR
6/25/09

COVER LETTER

TQ: Amendment Section
Division of Corporations

NAME OF CORPORATION: Boundless Expectations, Inc.

DOCUMENT NUMBER: N09000005273

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

Please return all correspondence concerning this matter to the following:

David M. Mooney
(Name of Contact Person)

Boundless Expectations, Inc.
(Firm/ Company)

235 Apollo Beach Blvd., Suite 129
(Address)

Apollo Beach, FL 33572-2251
(City/ State and Zip Code)

DMooney@BoundlessExpectations.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Mooney at (813) 401-2205
(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:

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

Boundless Expectations, Inc.

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

N09000005273

(Document Number of Corporation (if known))

FILED
2009 JUN 22 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

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)

(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

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(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
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

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

ARTICLE III - PURPOSE

ARTICLE VII: DURATION

ARTICLE VIII - MEMBERSHIP

ARTICLE IX - PUBLICLY SUPPORTED TAX-EXEMPT NONPROFIT CORPORATION

ARTICLE X - DISSOLUTION

ARTICLE XI INDEMNIFICATION

ARTICLE XII - DISCRIMINATION

ARTICLE XIII - AMENDMENTS

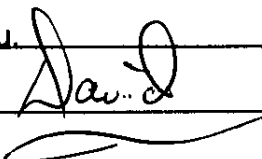
Due to the extensive modification from the "simple online filing" to the needed "complete"

Articles Of Incorporation I have attached the proposed new Articles Of Incorporation -

(with correct Article numbering).

Please replace online filing with attached "COMPLETE" Articles Of Incorporation.

Thank You.



The date of each amendment(s) adoption: June 18, 2009
(date of adoption is required)

Effective date if applicable: Immediately
(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 June 18, 2009

Signature

David M. Mooney
(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)

David M. Mooney
(Typed or printed name of person signing)

President
(Title of person signing)

Articles of Incorporation

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I - NAME

The Name of the Corporation is: **Boundless Expectations, Inc.**

ARTICLE II – INITIAL REGISTERED OFFICE

The corporation's initial registered office is **235 Apollo Beach Blvd., Suite 129 - Apollo Beach, Florida 33572-2251**

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all lawful business for which non-profit corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time. Said Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, 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 of 1986, or corresponding section of any future federal tax code.

To the extent that the following conforms to such charitable, scientific and educational purposes, the general nature of the business to be transacted by the Corporation is more specifically as follows:

- a) Advocate and provide for the social and recreational, basic needs of all communities members with special interest for persons with disabilities, veterans, youth and seniors.
- b) Provide services that promote health and wellness.
- c) Provide educational services that foster financial responsibility and accountability.
- d) Foster descent affordable housing for low and moderate income persons, veterans, persons with disabilities, the aging, and the like;
- e) Provide services that promote cultural awareness, intergenerational interaction, and foster a general sense of community;
- f) Solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

ARTICLE IV - BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a Board of Directors whose number and term shall be provided in the Bylaws of the Corporation. The initial Board of Directors shall consist of three directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of the Board of Directors, or until their successors are elected and qualified are:

David Mooney - President
235 Apollo Beach Blvd., #129

Articles of Incorporation

Apollo Beach, FL 33572-2251

John French - Secretary / Treasurer

P.O. Box 1641

Bothell WA 98041-1641

Ronald Halvas - Vice President

6836 Verde Ridge Road

Rancho Palos Verdes, CA 90275

The number of persons to serve on the Board of Directors thereafter shall be fixed by the Bylaws. **The directors shall elect their successors.**

Except as otherwise provided in these Articles of Incorporation, the Board of Directors, by a majority vote of those present at a duly convened meeting, shall have the power to adopt, amend and rescind the Bylaws for the governing of the Corporation, to fill vacancies occurring in the Board of Directors, or in the offices of the Corporation, from any cause, and to designate such powers and duties for said officers as they may be prescribed.

ARTICLE V – REGISTERED AGENT

The Registered Agent is **David Mooney** whose physical address is **235 Apollo Beach Blvd., Suite 129 - Apollo Beach, FL 33572-2251**

ARTICLE VI – INCORPORATOR

The name and address of the Incorporator is **David Mooney**, whose physical address is **235 Apollo Beach Blvd., Suite 129 - Apollo Beach, FL 33572-2251**

ARTICLE VII: DURATION

The period of duration of this corporation is perpetual.

ARTICLE VIII - MEMBERSHIP

The Corporation will not have members.

ARTICLE IX - PUBLICLY SUPPORTED TAX-EXEMPT NONPROFIT CORPORATION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, 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. 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not

Articles of Incorporation

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 of 1986, or corresponding section or provision of any future United States Internal Revenue law or federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section or provision of any future United States Internal Revenue law or federal tax code.

ARTICLE X - DISSOLUTION

Upon the winding up and dissolution of this Corporation, the Board of Directors shall, after paying or adequately providing for the payment of all of the liabilities of the Corporation, the remaining assets exclusively for the purposes of the Corporation shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue law or federal tax code, as the Board of Directors shall determine. Any assets not disposed of shall be disposed of by the Superior Court of the County in which the principle 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 XI INDEMNIFICATION

The Corporation shall indemnify any person against expenses, including without limitation, attorneys' fees, judgments, fines and amounts paid in settlement, actually and reasonably incurred by reason of the fact that he/she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trustor, other enterprise, in all circumstances in which, and to the extent that, such indemnification is specifically permitted and provided for by the laws of the **State of Florida** as then in effect.

The power of indemnification under the Florida Revised Statutes shall not be denied or limited by the Bylaws.

ARTICLE XII - DISCRIMINATION

The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

ARTICLE XIII - AMENDMENTS

These Articles of Incorporation may be amended from time to time only by a majority vote of the Board of Directors of the Corporation present, in accordance with procedures set forth in the Bylaws of the Corporation, at a duly convened meeting called for that purpose, if a quorum is present and a notice is given as specified in the Bylaws of the Corporation.

Articles of Incorporation

IN WITNESS WHEREOF, I, the undersigned Incorporator, execute this **18th** day of **June, 2009**.

Signed: David M. Mooney
David M. Mooney

Consent To Act As Registered Agent

I, David Mooney, having been designated to act as registered agent for Boundless Expectations, Inc. hereby acknowledge, consent, and accept the appointment as registered agent effective this **18th** day of **June, 2009**, and I shall act in this capacity until removal or resignation is submitted in accordance with Florida Revised Statutes.

Signed: David M. Mooney
David M. Mooney