

N09000006060

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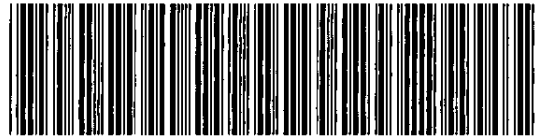
(Business Entity Name)

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Amended

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 SEP 25 AM 10:45

T Roberts SEP 30 2009

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Break the Cycle Tours, Corp.

DOCUMENT NUMBER: N09000006060

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

Please return all correspondence concerning this matter to the following:

Christine Kobie
(Name of Contact Person)

(Firm/ Company)

4926 Normandy Court
(Address)

Cape Coral, Fla. 33904
(City/ State and Zip Code)

info@brakethecycletours.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christine Kobie at (239) 839-5319
(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

Street Address

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

09 SEP 25 AM 10:45

Break the Cycle Tours, Corp.

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

N09000006060

(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:

Brake the Cycle Tours, Corp.

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

The date of each amendment(s) adoption: 8/20/09

(date of adoption is required)

Effective date if applicable: 8/20/09

(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 9/23/09

Signature Christine Kobsie

(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)

Christine Kobsie

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

Brake the Cycle Tours, Corp.
N09000006060
EIN: 80-0431662

Change Articles to read:

**ARTICLE I
CORPORATION NAME**

The name of this corporation is, (hereinafter referred to as Corporation);
Brake the Cycle Tours, Corp.

**ARTICLE II
TERMS OF EXISTENCE**

The existence of the Corporation shall begin June 19, two thousand and nine, the date of filing these articles with the Department of State and intended to be perpetual.

**ARTICLE III
PRINCIPAL OFFICE**

The street address of the principal office of the corporation is;
Brake the Cycle Tours, Corp.; 4926 Normandy Court, Cape Coral, Florida 33904

**ARTICLE IV
PURPOSE**

The Corporation is organized for charitable and awareness purposes, including, for such purposes, the making of distributions to organizations under Section 501 (C)3 of the Internal Revenue Code, or any successor section of any future Federal tax code. No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to it's members, trustees, 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 distribution in furtherance of Section 501 (C)3 purposes. 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 on behalf or in opposition to, any candidate for office.

More particularly, the purpose of the Corporation shall be to organize bicycle tours for the purpose of raising money and awareness for organizations that provide services for victims of Domestic and Sexual Violence.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income tax under section 501 (C)3 of the Internal Revenue Code (or corresponding successor section) or (2) by a corporation, contributions to which are deductible under Section 170 (C)2 of the Internal Revenue Code (or corresponding successor section).

Brake the Cycle Tours, Corp.
N09000006060
EIN: 80-0431662

Change Articles to read:

**ARTICLE V
MEMBERSHIP**

The Corporation shall have a membership distinct from its Board of Directors. The authorized number and qualifications of its members, the manner of their admission, the different classes of membership, if any, and property, voting and other rights and privileges of members, and their liability for dues, if any, and the method of collecting dues shall be as set forth in the bylaws.

**ARTICLE VI
BOARD OF DIRECTORS**

A Board of Directors consisting of three members initially shall manage the affairs of the Corporation. The number of members constituting the Board of Directors may from time to time be increased or decreased by vote of the members as may be provided in the bylaws, but never shall be fewer than three.

Terms of Office:

Directors will generally serve for three years and are appointed to office by the Chief Executive Officer. Directors may be re-appointed to additional terms without limit. In the event of vacancy on the Board of Directors, whether occasioned by resignation or removal of a Director, the person appointed will fill the vacancy. The creation of a new directorship will be elected by majority vote at a regular meeting or special meeting called with proper notice. All elections shall be a plurality of votes. The Chief Executive Officer shall elect a chairman. The Chief Executive Officer position will always be held by a founding family member until death or acquisition of Brake the Cycle Tours, Corp., was to occur.

NAMES AND ADDRESSES OF THE INITIAL OFFICERS

Christine Kobie
4926 Normandy Court
Cape Coral, Fl 33904

Carrie Masch
5214 SW 3rd Avenue
Cape Coral, Fl 33914

Jonathan Gabel
5291 Tiffany Court
Cape Coral, Fl 33904

Brake the Cycle Tours, Corp.
N09000006060
EIN: 80-0431662

Action by the Board:

Any action required or permitted to be taken by the Board of Directors under the provision of law may be taken without a meeting; if all the members of the Board, individually or collectively, consent in writing and or any other form of electronic devices to the action. The consents shall be filed with the minutes of the proceedings of the Board and any action by written consent shall have the same force and effect if taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

**ARTICLE VII
REGISTERED AGENT**

The street address of the Corporation's registered agent is: 4926 Normandy Court, Cape Coral, Fl 33904. The registered agent for the corporation at that address is: Christine E. Kobie.

**ARTICLE VIII
BASIS UNDER WHICH COPORATION IS ORGANIZED**

The Corporation is a Not for Profit Corporation as defined by the Not for Profit Corporation Act in Section 617.014101, Florida Statutes. As such, is not organized for the pecuniary gain or profit of, and its net earnings or any part thereof is distributable to its members, directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Act.

**ARTICLE IX
BYLAWS**

Bylaws will be adopted at the first meeting of the Board of Directors. Bylaws may be amended, repealed, either in whole or in part, by the Directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of the Corporation.

**ARTICLE X
AMENDMENT TO ARTICLES**

Amendments to these Articles of incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least a majority of a quorum of the voting members of the corporation.

**ARTICLE XI
DISTRIBUTION OF ASSETS UPON DISOLUTION**

Upon dissolution of this Corporation assets shall be distributed for on or more exempt purposes within the meaning of Section 501 (C)3 of the Internal Revenue Code (or corresponding successor section) Florida Statutes Chapter 617, or shall be distributed to the Federal government, for public purpose.