

No 9000010025

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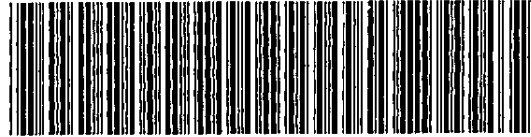
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: KATHY'S LOVING CARE, INC.

DOCUMENT NUMBER: N09000010026

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

Please return all correspondence concerning this matter to the following:

KATIUSCA RIGAUD

(Name of Contact Person)

CENTER FOR BETTER HEALTH, INC.

(Firm/ Company)

20401 NW 2nd Avenue, Suite 303-B

(Address)

Miami Gardens, FL 33169

(City/ State and Zip Code)

primarysm@gmail.com

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

For further information concerning this matter, please call:

RIGAUD, KATIUSCA

(Name of Contact Person)

at (786) 586 - 8606

(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

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11 JUN 10 AM 8:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 10, 2011

KATIUSCA RIGUAD
20401 NW 2ND AVENUE
SUITE 303-B
MIAMI GARDENS, FL 33169

SUBJECT: KATHY'S LOVING CARE, INC.
Ref. Number: N09000010026

We have received your document for KATHY'S LOVING CARE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You can only list 1(one) registered agent. KATIUSA RIGAUD is listed in the attachment and JUDE METELLUS is listed on the Articles of Amendment. Please specify which is the correct agent you wish to name at this time.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 111A00014284

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: KATHY'S LOVING CARE, INC.

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(Name of Contact Person)

CENTER FOR BETTER HEALTH, INC.

(Firm/ Company)

20401 NW 2nd Avenue, Suite 303-B

(Address)

Miami Gardens, FL 33169

(City/ State and Zip Code)

primarysrn@gmail.com

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

For further information concerning this matter, please call:

RIGAUD, KATIUSCA

(Name of Contact Person)

at (786) 586 - 8606

(Area Code & Daytime Telephone Number)

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2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

KATHY'S LOVING CARE, INC.

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

N09000010026

(Document Number of Corporation (if known))

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11 JUN 21 PM 4:13
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:

CENTER FOR BETTER HEALTH, 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**)

20401 NW 2nd Avenue

Suite 303-B

Miami Gardens, FL 33169

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

20401 NW 2nd Avenue

Suite 303-B

Miami Gardens, FL 33169

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:

Katiusca Rigaud

New Registered Office Address:

20401 NW 2nd Avenue, Ste. 303 B

(Florida street address)

Miami Gardens

(City)

Florida

(Zip Code)

33169

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>
PD	KATIUSCA RIGAUD	12312 WASHINGTON STREET PEMBROKE PINES FL 33025	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
VPD	ANDY JEAN	12312 WASHINGTON STREET PEMBROKE PINES FL 33025	<input checked="" 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)

Please refer to attached Articles of Amendment to:
Articles of Incorporation.



CENTER FOR BETTER HEALTH

Focusing on the Well-being of the Community

20401 NW 2nd Avenue, Suite 303-B
Miami Gardens, FL 33169

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment To: **ARTICLES of INCORPORATION For:**

CENTER FOR BETTER HEALTH, INC.

A Non-Profit Corporation

We, the undersigned natural persons over the age of eighteen (18) years, acting as Incorporators, do hereby adopt the following Articles of Incorporation of **CENTER FOR BETTER HEALTH, Inc.** under the Florida Non-Profit Corporation Code.

ARTICLE I

The name of the Corporation shall be **CENTER FOR BETTER HEALTH, Inc.**

ARTICLE II

The period of the Corporation's duration is perpetual.

ARTICLE III

Non-Profit Corporation

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

The Corporation is a non-profit Corporation, a local congregation of the **CENTER FOR BETTER HEALTH, Inc.** The Incorporators have been authorized to execute these Articles of Incorporation by the consent of a majority of the members of the unincorporated Association.

ARTICLE IV

Disposition of the Corporation's Assets upon Dissolution

The Corporation's property is irrevocably dedicated, upon the winding up and dissolution of the Corporation, and after payment or adequate provision is made for its debts and obligations, the Corporation's remaining assets shall be distributed to one or more nonprofit funds, foundations, trusts, or Corporations which are organized and operated exclusively for religious purposes, which have established or are entitled to receive tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or successor statutes of similar import.

ARTICLE V

Purpose of the Corporation

This corporation is organized exclusively for charitable, scientific and educational purposes, more specifically to provide high-quality affordable and accessible community health services to individuals of diverse minority groups. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes. The Corporation is not organized for the private gain of any person. The purposes for which the Corporation is organized are:

- A. To perform charitable, religious, educational & scientific activities, and purchase of real estate under Section 501 (c) (3) of the Internal Revenue Code, (or the corresponding section of any future Federal Code) as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes. Specifically, the objects and purposes of the Corporation are as follows:
 - 1) To promote, aid, support, and encourage minority groups in the community.
 - 2) To provide counseling, shelter, food, civil education, tutoring center, transportation, accommodations, educational assistance for all, job searching and referral, clothes and furniture aid, translation, humanitarian aid to those countries who will need it, and working alongside the Church and all other Community Groups and leaders to help make a difference.
 - 3) To purchase, exchange, and own such real and personal property as may be necessary and convenient in carrying out the objects and purposes of the Corporation.
 - 4) To receive donations, bequests and devices, and to manage, take and hold real and personal property so received for the benefit of the Corporation and for the purposes herein set forth.
 - 5) To apply, use, and devote all income and property of the Corporation solely to the carrying out of the foregoing purposes, in pursuance of which, surplus funds may be used for the creation, protection, preservation and / or enlargement of any of the corporate facilities created for the carrying out of such objects and purposes.

- 6) To borrow monies or pledge securities of the Corporation therefore, for the furtherance and carrying out of the aforesaid objects and purposes of the in Corporation.
 - 7) To educate the elderly on basic personal care and self-maintenance including proper hygiene, health education, and nutrition education, thereby instilling self-confidence and a sense of self-worth.
 - 8) To promote social development through various empowerment and counseling programs.
 - 9) To inspire the low-income and disadvantaged to move above and beyond their current situation through various educational and professional development programs.
- B. To the extent not inconsistent with the purposes set forth above, the Corporation shall have all powers and may engage in any activity, permitted by the Florida Limited Liability Company Act and the laws of the United State, including all powers necessary of incidental to the fulfillment of those purposes.
- C. Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The Corporation may pay reasonable compensation to directors, officers, or members for services rendered to or for the Corporation in furtherance of one or more of the purposes set forth herein.

ARTICLE VI

Restrictions & Requirements

In the conduct of its activities and the accomplishment of its purposes, the Corporation shall have, shall enjoy, and may exercise, to their fullest extent, all powers which nonprofit Corporations are permitted by law to have and to enjoy; PROVIDED HOWEVER, that:

The Corporation shall not pay dividends or other Corporation income to its members, directors or officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act.

- a. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code 501(c) (3) and relation regulations rulings, and procedures.
- b. The Corporation shall have no power to take any action that would be inconsistent with the requirements from receiving tax deductible charitable contributions under Internal Revenue Code Section 170 (c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to do any of the following:
 - 1) Engage in activities or use its assets in manners that are not in furtherance of one or more exemption purposes, as set forth above defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree;
 - 2) Serve a private interest other than that which is clearly incidental to an overriding public interest;
 - 3) Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures;
 - 4) Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distribution of statements and any other direct or indirect campaign activities;
 - 5) Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, ruling and procedures;
 - 6) Distribute its assets on dissolution other than from one or more exempt purposes; on dissolution of Corporation assets shall be distributed to an organization exempt from taxes under Internal Revenue Code Section 501(c)(3) to be used to accomplish the general purposes for which the Corporation was organized;

- 7) Permit any part of the net earnings of the Corporation to inure to the benefit of any private individual, except as compensation for services performed on behalf of the Corporation;
- 8) Carry on an unrelated trade or business, except as a secondary purpose related to the Corporation's primary exempt purpose.

ARTICLE VII

Membership

All persons once accepted as members shall remain as such until their membership shall be terminated by death, withdrawal, or other reasons as specified in the By-Laws. Only confirmed members who shall have reached their eighteenth birthday shall be entitled to vote or hold office in the Corporation.

ARTICLE VIII

Initial Registered Office & Agent

- A. The street address of the initial registered office of **CENTER FOR BETTER HEALTH, Inc.** is: 20401 NW 2nd Avenue, Suite 303-B, Miami Gardens, FL 33169.
- B. The name and address in this state of the Corporation's initial agent for service of process is **KATIUSCA RIGAUD, 20401 NW 2nd Avenue, Suite 303-B, Miami Gardens, FL 33169.**
- C. The Corporation shall exercise the freedom to establish other Community Centers or Services in any location in Florida, and where the application laws apply.

ARTICLE IX

Management

- A. The Corporation's management of affairs will be vested in its members pursuant to the Florida Statutes and the publication known as the Mission Statement of **CENTER FOR BETTER HEALTH, Inc.** as now published but which may hereafter be revised and published by **CENTER FOR BETTER HEALTH, Inc.**
- B. The business affairs of the Corporation shall be managed and conducted by the corporate officers, called the Management Committee consisting of the President, Vice President, Coordinator, Assistant Secretary, Representative, Delegate and Treasurer, as instructed by the By-Laws, and Board of Trustees (hereinafter referred to as The Board). The qualifications, manner of selection, duties, terms and other matters relating to the officers shall be provided in the by-laws.
- C. Corporation officers shall be elected by a majority of the voting membership present at the annual meeting, and shall serve for terms of 3 years.
- D. The President and Treasure shall sign all instruments required to manage and conduct the business affairs of the Corporation. The Vice President shall sign in the absence or inability of the President or the Treasure and the Secretary shall sign in the absence or inability of the Treasure.
- E. The annual election and business meeting of the Corporation shall be held on the first Sunday of December

F. The initial Five (5) members of the Board of Trustees shall be:

NAME	TITLE	ADDRESS
Rita Sam	Chairman [C]	12312 Washington Street, Pembroke, FL 33025
Jean Yonel Ronier	Vice-Chairman [VC]	12312 Washington Street, Pembroke, FL 33025
Carinne Leger	Secretary [S]	1192 NW 40 th Avenue, # 316 Lauderhill, FL 33313
Guinotte Leger	Treasurer [T]	5820 14 th Court Lauderhill, FL 33312
Pierre Vilme	Board Advisor [T]	2000 North Bayshore Drive, Unit # 410 Miami, FL 33137

ARTICLE X

A director, officer, or member of the Board of Trustee / Management Committee is not liable to the Corporation or members for monetary damages for an act or omission in the director's, officer's, or member's official capacity, except to the extent otherwise provided by a statute of the State of Florida.

ARTICLE XI

The Corporation may indemnify a person who was, is, or is threatened to be made defendant or respondent in litigation or other proceedings because the person is or was a member of the Management Committee/The Board or other person related to the Corporation as provided by the provisions in Act governing indemnification. As provided in the By-laws the Corporation shall have the power to define the requirements and limitations for the Corporations to indemnify members of the Management Committee and The Board or others related to the Corporation.

ARTICLE XII

Construction

All reference in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE XIII

The name and address of the Incorporators are:

KATIUSCA RIGAUD

2430 Centergate Drive, Unit # 205, Miramar, FL 33025

ARTICLE XIV

Signatures

- A. All authorized signatures to affirm and certify acknowledgement and acceptance by all parties must be signed in the presence of an independent witness (e.g. a public notary).
- B. The signatures hereunder certify, agree, and concede to exercise and respect the terms and conditions of all articles, clauses, and/or excerpts of this contract.

IN WITNESS WHEREOF, The undersigned certify that they execute these Articles for the purpose herein stated.

This, the 18th Day of May, 2011



KATIUSCA RIGAUD, *Incorporator*

The date of each amendment(s) adoption: 5/17/2011

(date of adoption is required)

Effective date if applicable: 5/17/2011

(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 5/17/2011

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)

KATIUSCA RIGAUD

(Typed or printed name of person signing)

Executive Director

(Title of person signing)

Registered Agent