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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB

JUN 21 2010

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PINK UP THE PACE, INC.

DOCUMENT NUMBER: N10000000153

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

Please return all correspondence concerning this matter to the following:

CINDY ORTIZ
(Name of Contact Person)

PINK UP THE PACE
(Firm/ Company)

125 KINGS QUARRY LANE
(Address)

ST. AUGUSTINE, FL 32080
(City/ State and Zip Code)

CINDY ORTIZ@USA-EDU
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CINDY ORTIZ at (352) 871-3710
(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:

☐ \$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

Pink Up The Pace, Inc.

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

N10000000153

(Document Number of Corporation (if known))

FILED
2010 JUN 18 AM 9:01
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:

N/A

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

N/A

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)

PLEASE SEE ATTACHMENT FOR REVISED
AND AMENDED ^{AND RESTATED} ARTICLES OF INCORPORATION
FOR PINK UP THE PACE, INC. (3 PAGES)



Amended and Restated **Articles of Incorporation**

Article I Name

The name of the Corporation shall be: Pink up the Pace, Inc.

Article II Principal Office

The principal place of business and mailing address of this corporation shall be
125 Kings Quarry Lane
St. Augustine, Fl. 32080

Article III Purpose

The purpose, for which this Public Charity is organized, is to raise money for breast cancer. Said organization 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 specific purpose for which this corporation is organized is to raise money for underserved individuals who face financial challenges in the early detection of breast cancer. Pink up the Pace is an effort to bring public awareness and education to St. Johns and Putnam County regarding breast cancer. Pink up the Pace will not discriminate any individual based on race, color, religion, sex, or nation origin. However, to partake in the charitable funds the following is the eligibility criteria:

1. Live in the North East Florida: This includes St. Johns and Putnam County.
2. You have limited income: This is based on the Census Bureau that changes yearly. For more information go to www.ASPE.hhs.gov or contact (904) 471-1819.
3. You are a female between the ages of 18 and 39 years of age or a male 18 and 64, with the following exceptions:
 - A woman or man may be as young as 17 years of age if there is a history of breast cancer in the family (mother, sister, grandmother; 10 year rule applies)
 - A women or man may receive a first mammogram or ultra sound below the age of 17 and will not eligible again until 5 years have passed since his or her last was performed.
4. You do not have private insurance, Medicaid, or Medicare.
5. You are not pregnant or breast feeding.
6. You have not had a mammogram or ultra sound within 11 months.
7. You do not have breast implants.
8. If you have any of the following: breast lump, nipple problem, breast discharge, or a node under the arm.

Article IV Prohibited Activities

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 III 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 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 V Distribution of Assets upon Dissolution

Upon the 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 VI Manner of Election

The manner in which the directors are elected or appointed shall be as stated in the bylaws.

Article VII Initial Directors

The name and address information for the initial directors is as follows:

Cindy Ortiz
125 Kings Quarry Lane
St. Augustine, Fl. 32080

Sasha Unwalla
209 N Forest Dune Drive
St. Augustine, Fl. 32080

Liane Stark
1195 San Jose Forest Drive
St. Augustine, Fl. 32080

Eric Chaconas
125 Kings Quarry Lane
St. Augustine, Fl. 32080

Article VIII Initial Registered Agent and Street Address

The name and Florida street address of the registered agent is

Cindy Ortiz
125 Kings Quarry Lane
St. Augustine, Fl. 32080

Article IX Incorporator

The name of the address information of the incorporator is:

Cindy Ortiz
125 Kings Quarry Lane
St. Augustine, Fl 32080

Registered Agent Acceptance

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance on my duties, and I am familiar with and accept the obligations of my position as registered agent.

Cindy Ortiz, Registered Agent.

The date of each amendment(s) adoption: FEBRUARY 4th 2010
(date of adoption is required)

Effective date if applicable: _____
(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 16, 2010

Signature Cindy Ortiz
(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)

Cindy Ortiz
(Typed or printed name of person signing)

PRESIDENT & FOUNDER
(Title of person signing)