

N100000002906

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(Address)

(City/State/Zip/Phone #)

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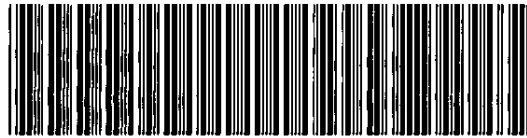
(Business Entity Name)

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*Amend*

FILED  
11 JUL 11 PM 12:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*TH 7-12-11*

**COVER LETTER**

**TO: Amendment Section**  
Division of Corporations

**NAME OF CORPORATION:** GROWING HEALTHY KIDS INZYDE OUT INC

**DOCUMENT NUMBER:** N10000002906

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

Please return all correspondence concerning this matter to the following:

VONDA COLBERT

(Name of Contact Person)

GROWING HEALTHY KIDS INZYDE OUT INC

(Firm/ Company)

3601 SW ROSSER BLVD

(Address)

PORT ST LUCIE FL 34953 US

(City/ State and Zip Code)

MONEY\_MAKER001@YAHOO.COM

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

For further information concerning this matter, please call:

DAVID THOMAS

(Name of Contact Person)

at ( 772 ) 202-8335

(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

GROWING HEALTHY KIDS INZYDE OUT INC

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

N10000002906

(Document Number of Corporation (if known))

FILED  
11 JUL 11 PM 12:49  
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)

3601 SW ROSSER BLVD

PORT ST LUCIE, FL 34953 US

**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

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	N/A		<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

SEE ATTACHED SHEETS

[illegible]

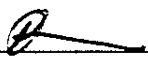
The date of each amendment(s) adoption: 04/26/11  
(date of adoption is required)

Effective date if applicable: 04/26/11  
(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 4/26/11

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)

INZYDEOUT INC.  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)

**AMENDED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**GROWING HEALTY KIDS INZYDE OUT INC.**

THE UNDERSIGNED, as incorporator and behalf of a non-profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

**Section 1.1.** The name of the corporation is GROWING HEALTY KIDS INZYDE OUT INC , Inc. (the "Corporation").

**ARTICLE II**  
**DURATION**

**Section 2.1.** The Corporation shall have perpetual existence unless dissolved by a matter of the law.

**ARTICLE III**  
**NON-STOCK CORPORATION**

**Section 3.1.** The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificate of Membership.

**ARTICLE IV**  
**PURPOSE**

**Section 4.1.** The purpose for which the Corporation is organized is for transacting any and all lawful business for which the corporations may be incorporated under the Florida Not for Profit Corporation Act and to distribute the whole or any part of the income for charitable, religious, scientific, literary or educational purposes. The purposes of the Corporation, in addition to the other purposes described in the preceding sentence, the following:

- (i) The promotion and education of healthy lifestyle among children and their parents via the implementation of programs, projects, events and the use of other means deem suitable by the directors in addressing the obesity epidemic among our children.
- (ii) The provision of dietary instructions designed to provide low income families with guidance in the preparation of balance nutritious meals.
- (iii) The provisions of training in the preparation of nutritious meals.
- (iv) The provision of personal and group physical training, for obese children and their parents and also to other low income families designed to reduce their health risk.

**Section 4.2.** The Corporation shall have the power , either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary , useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all the purposes for which the Corporation is organized , and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in the Section 501(c)(3) of the Internal Revenue Code and Regulations.

**Section 4.3.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

**Section 4.4.** 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

**Section 4.5.** The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**Section 4.6.** The Corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**Section 4.7.** Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exists or as they may hereafter be amended.

**Section 4.8.** Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at time qualify exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code and Regulations (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so dispose of shall be disposed of by the court having proper jurisdiction in the county where the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE V**  
**MEMBERS**

**Section 5.1.** This Corporation shall have a membership consisting of the Board of Directors and any person or entity who meets the membership requirement pursuant to the bylaws.

**ARTICLE VI**  
**DIRECTORS**

**Section 6.1.** A Board of Directors, not less than three (3) persons, shall govern the affairs of the Corporation. The Board of Directors is elected into office as provided in the bylaws. The affirmative vote of any two (2) Directors shall be necessary for all corporate action requiring a vote of the Board.

**Section 6.2.** The initial Board of Directors shall consist of the following members:

David S Thomas  
President  
4848 NW 24 Court #235  
Lauderdale Lakes, FL 33313

Vonda K Colbert  
3601 SW Rosser Blvd  
Port St Lucie, Fl. 34953

Donald G Dawkins, Dr  
2324 Country Club Rd  
Sebring, Fl. 33872

**ARTICLE VII**  
**ADDRESS**

**Section 7.1.** The street and mailing address of the principal office of this corporation in the State of Florida is:

3601 SW Rosser Blvd  
Port St Lucie, Fl. 34953

**ARTICLE VIII**  
**AMENDMENT**

**Section 8.1.** These Articles of Incorporation may be amended in the manner and with the vote provided by law.

**ARTICLE IX**  
**BYLAWS**

Section 9.1. The Board of Directors of this Corporation may adopt Bylaws for the government of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors.

ARTICLE X  
EFFECTIVE DATE


Section 10.1. The Corporation shall be effective on March 21, 2010.

ARTICLE XI  
INITIAL REGISTERED AGENT

Section 11.1. The name and address of the initial registered agent is:

David S Thomas  
4848 NW 24 Court #235  
Lauderdale Lakes, FL 33313

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*


  
David Thomas

4/26/11  
Date

ARTICLE XII  
INCORPORATOR

Section 12.1. The name and address for the incorporator of this Corporation is:

David S Thomas  
4848 NW 24 Court #235  
Lauderdale Lakes, FL 33313

  
David Thomas

4/26/11  
Date