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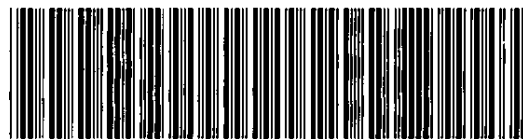
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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Onyx Financial Services, Inc.

DOCUMENT NUMBER: N10000004787

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

Please return all correspondence concerning this matter to the following:

Rosalind R. Griffie, Esq.

(Name of Contact Person)

The Law Office Of Rosalind R. Griffie

(Firm/ Company)

125 S State RD 7, Suite 104-336

(Address)

West Palm Beach, FL 33414

(City/ State and Zip Code)

griffielaw@aol.com

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

For further information concerning this matter, please call:

Rosalind R. Griffie

(Name of Contact Person)

at (877) 502.1033

(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
For
ONYX FINANCIAL SERVICES INC
(A Florida Not for Profit Corporation)**

Document Number: N10000004787

10 JUN 29 PM 3:31
SECRETARY OF STATE
ATLANTA, GA 30334

Pursuant to the provisions of Section 617, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles Of Incorporation.

MANNER OF ADOPTION:

These Amendments were adopted by the board of directors at a regular meeting held on 01 June 2010; the number of votes cast for the amendment was sufficient for approval. This meeting of the directors met the requirements of both the Articles of Incorporation and the By-Laws.

THE AMENDMENTS

The Articles of Incorporation of the Onyx Financial Services, Inc., are hereby amended as follows:

AMENDMENT I

Article III of the Articles of Incorporation is hereby replaced. Article III now reads as follows:

Article III—Corporate Purpose(s)

The purpose for which this Corporation is organized is to engage in any business or any activity permitted under the laws of the United States and the State of Florida including *but not limited to*: assisting consumers obtain control and meet their goals toward financial security; assist consumers attain financial stability and reduce house hold debt through credit counseling, personal and family counseling, housing counseling / housing transition counseling; provide debt management assistance and consumer resolution assistance related to debtor/creditor issues; income tax preparation; debtor education and "pre" and "post" bankruptcy filing education courses. The purpose for which this Corporation is organized being exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future U.S. Internal Revenue Laws.

AMENDMENT II

The following Article is hereby added to the Onyx Financial Services, Inc., Articles of Incorporation. Article VIII reads as follows:

Article VIII—501(c)(3) Limitations

- A. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on activities that are not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code..
- B. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
- C. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

AMENDMENT III

The following Article is hereby added to the Onyx Financial Services, Inc., Articles of Incorporation. Article IX reads as follows:

ARTICLE IX – CONFLICT(s) OF INTEREST

For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, stockholder, shareholder, partner, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any corporation, association, trust, partnership, limited liability entity, firm, person or other entity other than the organization.

No director or officer of the organization shall be disqualified from holding any office in the organization by reason of any interest in any concern. A director or officer of the organization shall not be disqualified from dealing, either as vendor, purchaser or otherwise, or contracting or entering into any other transaction with the organization or with any entity of which the organization is an affiliate. No transaction of the organization shall be voidable by reason of the fact that any director or officer of the organization has an interest in the concern with which such transaction is entered into, provided:

- a) The interest of such officer or director is fully disclosed to the board of directors.
- b) Such transaction is duly approved by the board of directors not so interested or connected as being in the best interests of the organization.

- c) Payments to the interested officer or director are reasonable and do not exceed fair market value.
- d) No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such transaction may be authorized.

The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

AMENDMENT IV

The following Article is hereby added to the Onyx Financial Services, Inc., Articles of Incorporation. Article X reads as follows:

ARTICLE X – DISSOLUTION

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ONYX FINANCIAL SERVICES, INC

By: _____

Rosalind R. Griffie

Director

Title

Date: 25 June 2010