

N10000006966

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2010 OCT 18 P 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend AC
Thurs
10-20-10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SOUP or HERO INC.

DOCUMENT NUMBER: N10000006966

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

Please return all correspondence concerning this matter to the following:

Debbie Kantor

(Name of Contact Person)

SOUP or HERO INC.

(Firm/ Company)

220 Clearwater Drive

(Address)

Ponte Vedra Beach, Florida 32082

(City/ State and Zip Code)

souporhero@hotmail.com

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

For further information concerning this matter, please call:

Debbie Kantor

(Name of Contact Person)

at (904) 434-8119

(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

FILED

SOUP OR HERO INC.

2010 OCT 18 P 4: 12

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

N10000006966

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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:

HERO 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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

3787 PALM VALLEY RD.

SUITE 102 - 108

PONTE VEDRA BCH, FL 32082

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

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>
<u>Sec</u>	<u>Sherrin Whiteman</u>	<u>1126 1st St. N</u> <u>APT 401</u> <u>JACKSONVILLE BCH, FL</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VP</u>	<u>Soni Robles</u>	<u>3126 Keman Lake Circle #208</u> <u>Jacksonville, FL 32250</u> <u>1126 1st St. N</u> <u>APT 401</u> <u>JACKSONVILLE BCH, FL 32250</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>SEC</u>	<u>Naomi Maron</u>	<u>1 Steven Terrace</u> <u>West Orange, NJ</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

VP Judy Liebowitz 3102 Carlisle Dr. REMOVE
Austin, Tx. 78757

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Please see attached paper with amended Articles of Incorporation. Please also add

Dissolution clause, and please CHANGE the PURPOSE clause as indicated.

SOUP or HERO Inc.

Document #: N10000006966

Please add the following amendments to the Articles of Incorporation

E.

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of two-thirds of the members of the Board of Directors present at any regular or special meeting provided proper notice of the changes to be made has been given and a quorum is present, with or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation."

X

"DISSOLUTION

Upon the dissolution of the Corporation, all assets remaining after payment of all costs and expenses of such dissolution 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 the State or local government, for a public purpose. None of the assets shall be distributed to any officer, director or in any person or organization not described in the preceding sentence."

CHANGE of PURPOSE CLAUSE

"The Corporation is organized exclusively for charitable, educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation shall promote overall childhood wellness activities through a combination of nutrition, fitness and healthy lifestyle education."

The date of each amendment(s) adoption: 10/12/10

(date of adoption is required)

Effective date if applicable: 10/12/10

(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 10/12/10

Signature Debbie Kantor

(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)

Debbie Kantor

(Typed or printed name of person signing)

President

(Title of person signing)