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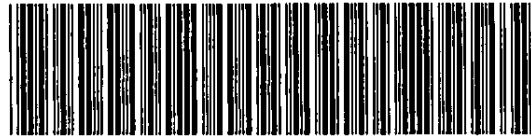
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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: SOUTHERN WAVES YOUTH FOUNDATION, INC.

DOCUMENT NUMBER: N10000008222

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

Please return all correspondence concerning this matter to the following:

George Mantzidis

(Name of Contact Person)

Joe B. Cox, Attorney at Law

(Firm/ Company)

1185 Immokalee Road, Ste. 110

(Address)

Naples, FL 34110

(City/ State and Zip Code)

gmantzidis@coxcarlson.com

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

For further information concerning this matter, please call:

George Mantzidis

(Name of Contact Person)

at 239 438-4609

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 22, 2013

GEORGE MANTZIDIS  
JOE B. COX, ATTORNEY AT LAW  
1185 IMMOKALEE ROAD - STE. 110  
NAPLES, FL 34110

SUBJECT: SOUTHERN WAVES YOUTH FOUNDATION, INC.  
Ref. Number: N10000008222

We have received your document for SOUTHERN WAVES YOUTH FOUNDATION, 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):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 013A00001619

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
SOUTHERN WAVES YOUTH FOUNDATION, INC  
  
A FLORIDA NON PROFIT CORPORATION**

These Amended and Restated Articles of Incorporation were approved by a Majority of the Board of Directors on December 10, 2012, pursuant to the By-Laws of the Corporation.

**ARTICLE I.  
NAME OF CORPORATION**

The amended name of the corporation (the "Corporation") shall be

HEART FOUNDATION, INC.

**ARTICLE II.  
ADDRESS**

The principal office and mailing address of the Corporation is:

HEART Foundation, Inc.  
7960 Baymeadows Way  
Ste. 110 Jacksonville, Florida 32256

**ARTICLE III.  
REGISTERED AGENT**

The name and address of the Corporation's initial registered agent is:

George Mantzidis, Esq.  
1185 Immokalee Road, Suite 110  
Naples, Florida 34110

**ARTICLE IV.  
PURPOSES**

The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code") and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which not-for-profit corporations may be formed under Florida Statutes Chapter 617, the Florida Not-For-Profit Corporation Act.

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lawful act or activity for which not-for-profit corporations may be formed under Florida Statutes Chapter 617, the Florida Not-For-Profit Corporation Act.

More specifically, the Corporation shall increase vitality and stability of the home in communities across the nation by promoting successful home ownership through education and counseling, the creation of innovative affordable housing opportunities and providing resources to local nonprofit counseling agencies.

Through the Corporation and its partnerships, strengthened homeowners, particularly those of low or middle income families including minorities and veterans, can overcome significant economic challenges in all areas of their personal finances including State and Federal Taxes, credit cards, and mortgage debt, by learning to budget their finances and improve their credit, returning them to sustainable quality of life.

The Corporation may solicit, receive and maintain a fund or funds of real or personal property and shall apply the whole or any part of the income or principal thereof exclusively for exempt purposes, including, but not limited to, the purposes and activities heretofore described. Such income or principal may be applied by such agencies and means as shall from time to time be found appropriate and as are lawful for a not-for-profit corporation.

#### **ARTICLE V. REQUIREMENTS & PROHIBITIONS**

Notwithstanding any other provisions of these Articles to the contrary, the following provisions shall apply to the Corporation at all times:

1. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

2. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 these Articles.

4. The Corporation shall be a non-stock Corporation and shall not have the power to declare dividends.

5. The Corporation shall not have or exercise any power that would cause it not to qualify as a tax-exempt organization under section 501(c)(3) of the Code, or by a Corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code, nor shall the Corporation engage directly or indirectly in any activity that would cause the loss of such qualification.

**ARTICLE VI.**  
**DIRECTORS AND MEMBERS**

There will be no members in the Corporation. The number of directors on the Board shall be not less than three (3) persons. Thereafter, within the limits above specified, the number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than three (3). The number of directors shall be determined by resolution of the Board adopted from time to time; provided, however, that any change in the number of directors must be approved by a majority of the entire Board. No decrease in number of directors shall shorten the term of any incumbent director. Each director shall be elected by a majority vote of the Board.

The name and address of the person(s) to serve as director of the Corporation until the first annual meeting of the Board of Directors of the Corporation, or until one or more successors have been elected and qualify, is as follows:

Paul Schryver, Director  
1165 8th Street South  
Naples, FL 34102

**ARTICLE VII.**  
**INDEMNIFICATION**

The Corporation shall have the power to indemnify its officers, directors, employees and agents to the full extent permitted by law, including but not limited to the provisions of Florida Statutes Chapter 617.0831

**ARTICLE VIII.**  
**AMENDMENT**

These Articles may be amended as provided in the Bylaws of the Corporation and shall be made in accordance with the provisions of the laws of the State of Florida. Notwithstanding the foregoing to the contrary, these Articles shall not be amended in a manner that will cause the Corporation to no longer qualify as a not-for-profit corporation or as an organization that is exempt from federal income tax under Section 501(c)(3) of the Code.

**ARTICLE IX.**  
**DISSOLUTION**

Upon the dissolution or winding up of the Corporation, the Board of Directors shall, after payment of, or making provision for the payment of, all liabilities of the Corporation (as described in Section 617.1406(3)(a) of the Florida Statutes), distribute all assets of the Corporation (including assets held by the Corporation under conditions requiring return, as described in Section 617.1406(3)(b) of the Florida Statutes) to such organization or organizations qualified as exempt under Section 501(c)(3) of the Code as described in Florida

Statutes Section 617.1406(3)(c). Any such Plan of Distribution shall be in accordance with Florida Statutes Section 617.1406.

NOW, THEREFORE, I, PAUL SCHRYVER, Director, have executed these Amended And Restated Articles Of Incorporation Of Heart Foundation, Inc (F/K/A Southern Waves Youth Foundation, Inc.) A Florida Non Profit Corporation as of December 10, 2012

By: 

Paul Schryver, Director

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING  
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: HEART Foundation, Inc.
2. The name and address of the registered agent and office is:

George Mantzidis, Esq.  
1185 Immokalee Road, Suite 110  
Naples, Florida 34110

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 of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 10, 2012

By: \_\_\_\_\_

George Mantzidis, Esq.  
Initial Registered Agent



(Attach additional sheets, if necessary)

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

**Example:**

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

Title

Name

**Address**

D

Daniel K. Schryver

1546 13TH AVE. N

Add

X Remove

2) Change

D

**Marcus Zillman**

3361 TAMiami TRAIL NORTH

Add

**X Remove**

3) Change

D

Carolyn Upham

8040 WILFREDO CT.

Add

X Remove

4) Change

D

Paul Schryver

1165 8th Street South

X Add

Remove

5) Change

Add

Remove

6) Change

Add

Remove

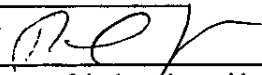
The date of each amendment(s) adoption: December 10th, 2012

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 December 10th, 2012

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)

Paul Schryver

(Typed or printed name of person signing)

Director

(Title of person signing)