

N100000008916

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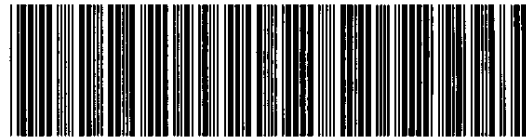
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12 AUG 29 AM 8:28

FILED

*Amend NC*

AUG 31 2012

T. LEWIS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: BULLYAID, INC.

DOCUMENT NUMBER: N10000008916

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

Please return all correspondence concerning this matter to the following:

KEVIN C. AMBLER

(Name of Contact Person)

THE LAW OFFICES OF KEVIN C. AMBLER, P.A.

(Firm/ Company)

400 N TAMPA ST, STE 1100

(Address)

TAMPA, FL 33602

(City/ State and Zip Code)

kevin@amblerlaw.com

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

For further information concerning this matter, please call:

Eric S. Canonico

(Name of Contact Person)

at (813)

728-4593

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

LAW OFFICES OF  
**KEVIN C. AMBLER, P.A.**  
A PROFESSIONAL ASSOCIATION OF ATTORNEYS AT LAW

PARK TOWER, SUITE 1100  
400 NORTH TAMPA STREET  
TAMPA, FLORIDA 33602-4714

TELEPHONE: 813-275-9100  
FACSIMILE: 813-275-9201  
EMAIL: Kevin@AmblerLaw.com

August 27, 2012

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

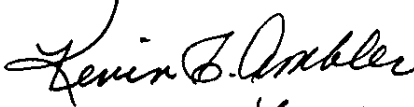

RE: BullyAID, Inc. Articles of Amendment - Change of Name  
Document Number: N10000008916

Dear Sir/Madam:

The enclosed Articles of Amendment amends the name of the above-entitled not-for-profit corporation to **GB Global Research & Education Foundation, Inc.** I am also enclosing my firm's check in the amount of \$35.00 payable to the Florida Department of State to cover the filing fee.

If you need any further information, please do not hesitate to contact me.

Very truly yours,

  
Kevin C. Ambler 

KCA/fmm  
Enclosures - as stated

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BULLYAID, INC.  
(A Corporation Not for Profit)**

FILED  
12 AUG 29 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned persons of the State of Florida, each being current officers of Florida BULLYAID, INC., a corporation not for profit, hereby adopt the following Articles of Amendment to Articles of Incorporation of BULLYAID, INC., a corporation not for profit. The Articles of Amendment were adopted by the members and the number of votes cast for the Articles of Amendment was sufficient for approval.

**ARTICLE I  
NAME AND LOCATION**

The name of this corporation shall change from the current name of: **BULLYAID, INC.**, and changed to the new name of: **GB GLOBAL RESEARCH & EDUCATION FOUNDATION, INC.** with its principal place of business located at 400 N. Tampa ST, STE 1100, Tampa, FL 33602.

**ARTICLE II  
PURPOSES**

Said corporation is organized exclusively for charitable, educational, and/or scientific purposes, included, 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 corresponding section of any future federal tax code.

The general nature of the objects and purposes of this corporation shall be to constitute and function as a foundation dedicated to the study, scientific learning, research, development and instruction of individuals in the pursuit of a healthy sustainable lifestyle in connection with the art, science, and professions encompassing sustainable and renewable, all natural and organic agriculture/hydroponics/aquaponics, energy, transportation, architectural design/engineering/construction, holistic whole body wellness and performance, fitness and health, nutrition, culinary arts, hospitality, music and art, in all aspects that support and create a sustainable healthy lifestyle for individuals, communities and society as a whole and to elevate those standards both personally, professionally and ethically for the purpose of creating, fostering, promoting, and maintaining cordial and ethical relations among individuals, communities and society as a whole in order to advance all of these segments; and to promote all things which may be of practical benefit to the supporting industries and professions that serve such segments throughout society and within the communities in which we live.

No substantial part of the activities of the corporation shall involve the carrying on of propaganda, or otherwise attempting to influence legislation, and 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. 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 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 corresponding section of any future federal tax code.

**ARTICLE III  
QUALIFICATION OF MEMBERS**

All persons who shall subscribe to the Code of Conduct of GB GLOBAL RESEARCH & EDUCATION FOUNDATION, INC. and who shall be actively engaged in the study, research, development, implementation and education of society in the pursuit of a healthy sustainable lifestyle, whether as self-employed, employees, or as students in a Post Secondary School shall be qualified to be members.

**ARTICLE IV  
TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE V  
SUBSCRIBERS**

The names and addresses of the subscriber to these Articles are:

Eric S. Canonico	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Kevin C. Ambler	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Ann-Marie Sepuka	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Amy A. Cochran	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Louis Canonico	400 N TAMPA ST, STE 1100, TAMPA, FL 33602

**ARTICLE VI  
OFFICERS**

Section 1. The officers of the corporation shall be a Chairman, President, Vice President, Secretary, Treasurer, and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

**OFFICE**

Chairman (C), President (P), Vice President (V), Secretary (S), Treasurer (T)

**NAME**

Eric S. Canonico (CP), Kevin C. Ambler (VS), Ann-Marie Sepuka (T).

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

**ARTICLE VII  
BOARD OF DIRECTORS**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) directors initially. The number of directors may be increased from time to time, by the By-Laws, but shall never be less than five (5).

Section 2. The Board of Directors shall be members of the Corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

NAME	ADDRESS
Eric S. Canonico	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Kevin C. Ambler	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Ann-Marie Sepuka	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Amy A. Cochran	400 N TAMPA ST, STE 1100, TAMPA, FL 33602
Louis Canonico	400 N TAMPA ST, STE 1100, TAMPA, FL 33602

**ARTICLE VIII  
BY-LAWS**

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

**ARTICLE IX  
AMENDMENTS**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

**ARTICLE X  
NON-PROFIT STATUS**

No part of the net earnings of the corporation shall inure to the benefit of any individual or member except that the Corporation shall be empowered to pay reasonable compensation for services rendered. Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under 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.

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 II hereof.

**ARTICLE XI  
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 purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation 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 purpose.

**ARTICLE XII  
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or any settlement of any proceeding to which he/she may be a part of or to which he/she may become involved by reason of his/her being or having been a Director or Officer of the corporation, whether or not he/she is a Director or Officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled to under Florida law.

**ARTICLE XIII  
REGISTERED OFFICE AND AGENT**

The registered office of this Corporation shall be located at 400 N Tampa St. Suite 1100, Tampa, FL 33602, County of Hillsborough, State of Florida, and the registered agent of this Corporation at the above address shall be Kevin C. Ambler.

The date of each amendment(s) adoption: 08/17/2012

Effective date if applicable: 08/17/2012

*(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 08/17/2012

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)

ERIC S. CANONICO

(Typed or printed name of person signing)

Chairman of the Board/President

(Title of person signing)