

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: YOUTH IN MOTION, INC.

DOCUMENT NUMBER: N10000010947

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

Please return all correspondence concerning this matter to the following:

OJOYO, KHAMIL L

(Name of Contact Person)

YOUTH IN MOTION, INC.

(Firm/ Company)

9615 Carbondale Drive W.

(Address)

Jacksonville, FL 32208

(City/ State and Zip Code)

Kujistar@yahoo.com

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

For further information concerning this matter, please call:

OJOYO, KHAMIL L

(Name of Contact Person)

904

635-3813

at (

) (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
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 OCT 22 PM 12:10

YOUTH IN MOTION, INC.

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

N10000010947

(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:

_____ 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)

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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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)

Please note the officer/director title by the first letter of the office title:

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.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>CHIN, MAURICE L</u>	<u>1544 W 3RD ST</u> <u>JACKSONVILLE FL 32209</u>
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>DAVIS, JACKLENE</u>	<u>3333 MONUMENT RD APT 111</u> <u>JACKSONVILLE FL 32225</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

(Please See Attachment)

PREAMBLE

Youth In Motion, Inc. was organized in an effort to provide needed services for youths who reside in the urban core communities. We have made it our primary goal to support and protect our inner city youths. They have been confronted with various obstacles that often times appear to be insurmountable. These challenges include early teen pregnancies, juvenile delinquency, drugs and alcohol dependency, bullying, crime and violence and the dim prospect of finding employment. The obstacles our youths are confronted with today have proven to be debilitating and often resulting in unimaginable consequences. Increasing numbers of African American males are being forced out of the school system and into a world of crime and violence that ultimately result in early deaths or long prison sentences. We, the founding members of **Youth In Motion, Inc.** are up for the challenge of reversing this self-destructive trend by providing alternative solutions that will foster a new model for positive change. Our method of effectiveness is outlined in Article III.

ARTICLE I NAME

The name of this corporation shall be Youth In Motion, Inc. Our operation shall be conducted in the state of Florida in perpetuity.

ARTICLE II PRINCIPLE OFFICE

9615 Carbondale Dr.W.

Jacksonville, Florida 32208

ARTICLE III PURPOSE

The purpose of Youth In Motion, Inc. shall be to provide life management skill and mentorship to youths between the ages 10 and 18. Our ultimate desire is to create self sufficiency and to re-establish pride in self and community. Our Goal is to provide **(1)** Academic Assistance **(2)** Health Training **(3)** Art appreciation **(4)** Mentoring **(5)** Basic training in leadership development **(6)** Public speaking **(7)** Employment readiness **(8)** Entrepreneur development **(9)** How to dress for success **(10)** how to employ social skills **(11)** how to become a stake holder in community development and awareness **(12)** computer training **(13)** Home repair and construction skills (carpentry, plumbing, painting, lawn care, etc.)

Youth In Motion, Inc. (hereafter referred to as Youth In Motion, Inc.) is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of Code of 1986, as amended, to use art as a catalyst, to give the inner city youth and youth at risk, "another chance" to have a "second chance" to participate I various forms of art and how to deal with adversity while breaking down cross-cultural barriers. Youth In Motion, Inc. mentors, sponsors or volunteers will equip youth(s) with professional art materials when

necessary due to the family financial situation with discretion. Youth In Motion, Inc. instructors, mentors and volunteers will work diligently and positively to develop in the youths we instruct: integrity, respect, accountability, character, self-discipline, personal responsibility and teamwork with values that will aid in success beyond the art studio, in a safe and positive environment free of physical, emotional or verbal abuse. Youth In Motion, Inc." professional staff will allow all its youths to develop their own creative abilities regardless of their performance.

Youth In Motion, Inc. intends to conduct a youth art program; to instruct, educate and practice developing the basic fundamentals of creativity and to conduct an organized stage for their artwork display and provide a venue for developing amateur artists to develop their artist abilities, but, not limited to, Youth In Motion, Inc. conscious is to install a positive cohesive productive environment where youths can regain hope and belief, earn trust and self-respect and learn skills to lead a productive lifestyle, free of gangs, drugs and poverty that surround them regardless of their ethnicity by collaborating with and utilizing other non-profit agencies, public /private agencies and community outreach programs. Youth In Motion, Inc. will strive to create a culture where youths, instructors, parents, art lovers, volunteers, co-partners, sponsors and officials can work together to teach productive skills and instill a sense of fairness, victory and higher self- esteem. We will help the inner city youth and youth at risk find their dreams in the studio and become mentors or life coaches in their personal lives.

DISCRIMINATION: The Corporation will not practice or permit discrimination on the basis of sex, race, national origin, religion, physical handicap or disability.

Confidentiality: Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests this non-profit Corporation, organization and/or its clients. Furthermore, a Responsible Person shall not disclose or use information relating to the business of this Corporation or its organization for the personal profit or advantage of the Responsible Person or a Family Member.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article III.

No substantial part of the activities of the corporation shall be 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 United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

Article IV Manner of Election

The Directors can be elected or appointed. The board shall consist of a minimum of (2) and a maximum of seven (7) directors. The terms of office for all elected members of the Board of Directors will be five (5) years, conforming to the January-through-December calendar year (except Executive Director). The annual meeting of the Corporation and appointments of Board members shall be held in August of each year. There will be no limit to the number of terms officers may serve if appointed by the Executive Director or elected by other directors.

Board of Director's Administration, Removal from Office, Role, Officers, Duties, Terms and/or Powers shall be established by the organization's Bylaws and/or constitution.

Article V Board of Directors:

The board of directors shall consist of at least one (2) director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

Title PCEO

OJOYO, KHAMIL L
9615 CARBONDALE DR. W
JACKSONVILLE FL 32208

Title D

JOHNSON, E. BENJAMIN
1807-1 WEST 45TH ST
JACKSONVILLE FL 32209

Title D

THOMPSON, DEBORAH K
3120 ATLANTIC BLVD
JACKSONVILLE FL 32207

The number of persons to serve on the board of directors shall be fixed by the Bylaws.

ARTICLE VI REGISTERED AGENT

Khamil L. Ojoyo

9615 Carbondale Dr. W.

Jacksonville, Florida 32208

ARTICLE VII INCORPORATOR

Khamil L. Ojoyo

9615 Carbondale Dr. W.

ARTICLE VIII ARTICLES OF INCORPORATION EFFECTIVE DATE

Youth In Motion, Inc. Articles of Incorporation effective date shall be January 1, 2011.

Having been name 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 this appointment as registered agent and agree to act in this capacity.

Agent Khamil L. Ojeda aka Spencer Cable

Date 11/15/2010

Article VIII MEMBERS

MEMBERS: The Corporation will not have members.

Article X. Conflict of Interest Policy

Conflict of Interest defined: Any situation that has the potential to undermine the impartiality of a person because of the possibility of a clash between the person's self-interest and professional-interest or the public interest. The interests of the Corporation must have the first priority, and all purchases of goods and services must be affected on a basis that secures for the Corporation full competitive advantages as to product, service, and price.

The Corporation's Representatives, staff and volunteers must guard against both the reality and the perception of a conflict of interest.

The Corporation's Representatives staff and volunteers must guard the reputation, the resources, and minimize the level of risk of the Corporation.

Responsible Persons who are not members of the Board of Directors of this Corporation, or who have a Conflict of Interest with respect to a Contract or Transaction that is not the subject of Board or committee action, shall disclose to the Corporation's designee any Conflict of Interest that such Responsible Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect this Corporation's participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Corporation's designee, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

Article XI Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for

The power of indemnification under the Florida Revised Statutes shall not be denied or limited by the bylaws.

Amendments adopted 10/01/12

The date of each amendment(s) adoption: Oct 3, 2012

Effective date if applicable: October 3, 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 October 8, 2012

Signature Khamil L. Ojo

(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)

OJOYO, KHAMIL L

(Typed or printed name of person signing)

PCEO

(Title of person signing)