

N10000011090

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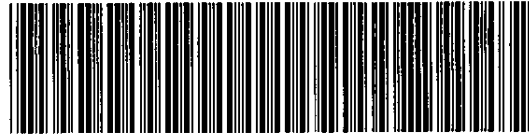
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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*all
6/15/11*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VOTING ROCKS INC.

DOCUMENT NUMBER: N10000011090

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

Please return all correspondence concerning this matter to the following:

Jermaine D. Chambers

(Name of Contact Person)

Voting Rocks, Inc.

(Firm/ Company)

7927 SW 104TH STREET, Suite E-106

(Address)

MIAMI FL 33156

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Jermaine D. Chambers

(Name of Contact Person)

at (786) 308 - 6626

(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

VOTING ROCKS INC.

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

N10000011090

(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: _____

New Registered Office Address: _____ (Florida street 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

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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>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

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

(SEE ATTACHED ARTICLE OF AMENDMENT)

[illegible]

The date of each amendment(s) adoption: June 01, 2011

(date of adoption is required)

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 6-1-11

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)

Jermaine D. Chambers

(Typed or printed name of person signing)

Chairman

(Title of person signing)

**ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
Of
VOTING ROCKS, INC.**

The undersigned persons, acting as incorporators of a not-for profit corporation organized under the laws of Florida, hereby adopts the following Articles of Amendment to Articles of Incorporation for Voting Rocks, Inc.

**ARTICLE IX
DURATION**

The duration of the not-for-profit corporation shall be perpetual.

**ARTICLE X
OPERATING PROVISIONS**

The provisions for the operation, regulations, and management of the business and initial affairs of the not-for-profit corporation shall be as set forth in the bylaws, which may be amended from time to time by a majority vote of a quorum of the board of Directors.

**ARTICLE XI
FISCAL YEAR**

The fiscal year of the not-for-profit corporation shall be from January 01 of each year to December 31 of each year.

**ARTICLE XII
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this not-for-profit corporation shall be personally liable to the not-for-profit corporation or its members for monetary damages for breach of any duty owed to the not-for-profit corporation, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding because of his or her position as a director or officer of this not-for-profit corporation shall be indemnified and held harmless by the not-for-profit corporation fully permitted by law.

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TALLAHASSEE, FLORIDA

**ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
Of
VOTING ROCKS, INC.**

**ARTICLE XIII
OTHER PROVISIONS**

Operated – Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, 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.

Because a substantial portion of this organization activities must further its exempt purpose, certain other activities are prohibited or restricted including but not limited to the following activities. This not-for-profit corporation:

- Must absolutely refrain from participating in the political campaigns of candidates for local, state, or federal office.
- Must restrict its lobbying activities to an insubstantial part of its total activities.
- Must ensure that its earnings do not inure to the benefit of any private shareholder or individual.
- Must not operate for the benefit of private interests such as those of the founders, the founder's family, its shareholders, or persons controlled by such interest.
- Must not operate for the primary purpose of conducting a trade or business that is not related to its exempt purpose.
- May not purpose or activities that are illegal or violate fundamental public policy

Director or Officer Interest - In the absence of fraud, no transaction between (a) this not-for-profit corporation and (b) any other association, corporation or any director or officer of this not-for-profit corporation individually, shall be affected by the fact that any director or officer of this not-for-profit corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Distribution of assets upon dissolution – Upon dissolution of this not-for-profit corporation, the remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. 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 federal tax code, or shall be distributed to the Federal Government or to a State or Local Government, for a public purpose. Any such assets not disposed of, shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 OF AMENDMENT
TO
ARTICLES OF INCORPORATION
Of
VOTING ROCKS, INC.**

Conflict of Interest - In connection with any actual or possible conflict of interest, provisions as set forth in the bylaws the not-for-profit corporation will preside. An interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

Certification

We, the undersigned, certify that we have read the above Articles of Amendment to Articles of Incorporation for Voting Rocks, Inc., and that they are true and correct to the best of our knowledge.



Jermaine Chambers
Director

State of Florida,
County of Dade,

Before me, the undersigned authority, on this day personally appeared **Jermaine D. Chambers**. This individual presented Florida ID No. C516-424-74-081-8 or is known to me to be the persons described in, and whose names is subscribed to the foregoing document and who on oath stated to me that they executed the same for the purposes and consideration therein expressed.

Subscribed and sworn to (or affirmed) before me this 1st day of June, 2011.



Notary Public in and for the state of Florida

My Commission Expires

