

N100000011498

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

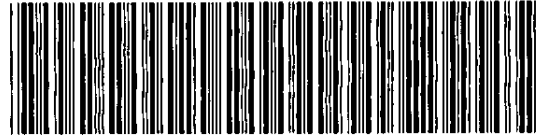
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900245092689

02/27/13--01017--020 \*\*43.75

13 FEB 27 AM 17

RECEIVED  
FEB 27 2013  
CLERK OF SUPERIOR COURT  
STATE OF NEW YORK

Amended <sup>CC</sup> Restated  
@ 3/4/13

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **B & E Sunrise Center Inc.**

DOCUMENT NUMBER: **N10000011498**

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

Please return all correspondence concerning this matter to the following:

**Erika L. Williams**

(Name of Contact Person)

(Firm/ Company)

**618 Stillview Circle**

(Address)

**Brandon, FL 33510**

(City/ State and Zip Code)

**aushe1990@msn.com**

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

For further information concerning this matter, please call:

**Erika Williams**

(Name of Contact Person)

**813 504-2956**

(Area Code & Daytime Telephone Number)

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

- |  |  |  |  |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" 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

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
B & E SUNRISE CENTER INC.

FILED  
13 FEB 27 AM 10 17  
CLERK OF THE COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
FLORIDA

B & E SUNRISE CENTER INC. (the "Corporation"), a nonprofit corporation organized and existing under and by virtue of the provisions of the Florida Non Profit Corporation Act (the "Act").

DOES HEREBY CERTIFY THAT: (a) the original Articles of Incorporation of the Corporation were filed with the Department of the State on December 13, 2010;(b) there are no members of the Corporation who are entitled to vote on the amendments; and (c) pursuant to Section 617.1002 of the Act, the Board of Directors, by unanimous written consent, approved the amendment and restatement of the Articles of Incorporation of this Corporation on February 22, 2013.

Pursuant to Sections 617.1006 and 617.1007, the Articles of Incorporation of the Corporation are amended and restated in their entirety to read as follow:

**ARTICLE I-NAME**

The name of the corporation shall be B & E Sunrise Center Inc. (the "Corporation")

**ARTICLE II-PURPOSE**

B & E SUNRISE CENTER INC. is organized and shall be operated exclusively for scientific, 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. Within the scope of the foregoing, B & E SUNRISE CENTER INC. is specifically organized for the purpose of providing a safe holistic environment for women and children affected by or at risk for emotional, physical, and verbal abuse. We seek to empower women; by enhancing their quality of life by providing them a safe and secure living environment, educational tools, counseling groups, in addition to life skills enrichment training. We strive to be instrumental in breaking the cycle of domestic violence which in turn builds strong, healthy families and communities, as is necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of Florida and the United States.

**ARTICLE III-MEMBERSHIP**

The Corporation shall have one class of members with voting power and provided in the Bylaws of the Corporation. The membership criteria for the Corporation shall be provided for in the Bylaws.

#### **ARTICLE IV- REGISTERED OFFICE AND AGENT**

The name of the registered agent of the Corporation is Erika Williams, and the street address of the registered office of the Corporation is 618 Stillview Circle Brandon, FL 33510.

#### **ARTICLE V-MAILING ADDRESS**

The principal place of business and mailing address of the Corporation is 618 Stillview Circle Brandon, FL 33510.

#### **ARTICLE VI-DURATON AND COMMENCEMENT OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of the Articles of Incorporation with the Florida Department of State on December 13, 2010 and effective as of January 1, 2011.

#### **ARTICLE VII-BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a board of directors consisting of at least three directors. The Corporation currently has five directors, and thereafter, the number of the directors of the Corporation may be changed in accordance with the bylaws of the Corporation, provided that the number of directors will never be less than three. The qualifications to serve as directors, and the manner and selection of the directors shall be specified in the bylaws of the Corporation. The names and addresses of the current directors are:

<u>Name</u>	<u>Address</u>
Erika L. Williams	618 Stillview Circle Brandon, FL 33510
Broderick Williams Jr.	618 Stillview Circle Brandon, FL 33510
Dr. Angel Bettis	13990 NW 41 <sup>st</sup> St NW # 22 Doral, FL 33178
Yilda Holmberg	7510 S Sanibel Circle Temple Terrace, FL 33637

Lucinda Garcia

4204 Birdsong Blvd

Lutz, FL 33559

#### **ARTICLE VIII-INTERNAL AFFAIRS**

Provisions for the regulation of the internal affairs of the Corporation shall be provided in the Bylaws. In addition, the following shall apply

- (a) 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 and to make payments and distributions in the furtherance of the purposes set forth above. 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 (or in opposition to) any candidate for public office.
- (b) Notwithstanding any provisions 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 Code (or the corresponding provision of any future United States Internal Revenue Code). Or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Code).

#### **ARTICLE IX-DISSOLUTION**

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to one or more organizations that qualify for exemption from federal income tax as organizations described in Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE X-BYLAWS**

The board of directors of the Corporation shall have the exclusive power to adopt, amend and repeal the bylaws of the Corporation, as more fully provided in the bylaws.

#### **ARTICLE XI- AMENDMENTS**

The Corporation reserves the right to amend, alter change or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, this document has been exceed by its duly authorized officer, this 22<sup>nd</sup> day of February, 2013

By: 

Name: Erika L. Williams

Title: President

Articles of Amendment  
to  
Articles of Incorporation  
of

B & E Sunrise Center Inc.

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

N10000011498

(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:

N/A

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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(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:

N/A

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

Florida

(Zip Code)

N/A

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.

N/A

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		N/A	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change		N/A	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change		N/A	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change		N/A	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change		N/A	
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change		N/A	
<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)*

PLEASE SEE ATTACHED

The date of each amendment(s) adoption: February 22, 2013

Effective date if applicable: February 22, 2013

*(no more than 90 days after amendment file date)*

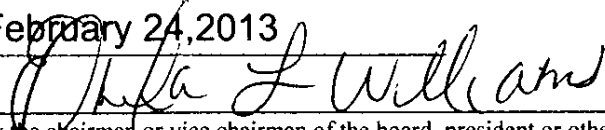
Adoption of Amendment(s) **(CHECK ONE)**

☐ 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 February 24, 2013

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)

Erika Williams

*(Typed or printed name of person signing)*

President

*(Title of person signing)*