

N11000000571

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

13 APR -8 PM 4:27

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Foundation "Children of the Future"Corp

DOCUMENT NUMBER: N11000000571

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

Please return all correspondence concerning this matter to the following:

JOSEPH R. BREMER

(Name of Contact Person)

BREMER & ASSOCIATES LEGAL SOLUTION PA

(Firm/ Company)

1614 SW 1 ST. STREET

(Address)

MIAMI, FL. 33135

(City/ State and Zip Code)

BREMERLEGALCPA@AOL.COM

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

For further information concerning this matter, please call:

JOSEPH R. BREMER

(Name of Contact Person)

at ( 305 ) 642-4949

(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

FOUNDATION "CHILDREN OF THE FUTURE", CORP.

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

N11000000571

(Document Number of Corporation (if known))

FILED  
13 APR -8 PM 4:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

Sandy Gonzalez

12210 NW 10th Ave.

(Florida street address)

New Registered Office Address:

Miami

(City)

, Florida 33168

(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.*

X

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 type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3 ) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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 AMENDED ARTICLES**

The date of each amendment(s) adoption: 03/27/2013

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 03/27/2013

Signature X \_\_\_\_\_  
(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)

SANDY GONZALEZ  
(Typed or printed name of person signing)  
DIRECTOR  
(Title of person signing)

**FOUNDATION "CHILDREN OF THE FUTURE" CORP.  
AMENDED ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S.

**ARTICLE I            NAME**

The name of the corporation shall be: FOUNDATION "CHILDREN OF THE FUTURE" CORP.

**ARTICLE II            PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
12210 NW 10th Avenue Miami FL 33168

**ARTICLE III           PURPOSE**

The purpose for which the corporation is organized is: to provide funding for education programs for low income children in the United States and Dominican Republic. The Corporation is created to be a private foundation whose primary activity will be charitable purposes and it will file with the Internal Revenue Service to be an IRS Section 501(c)(3) tax-exempt entity.

**ARTICLE IV           SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000. The par value of each share of stock is \$0.01.

**ARTICLE V            OFFICERS/DIRECTORS**

The initial directors of the corporation are:

Sandy Gonzalez  
12210 NW 10th Ave.  
Miami FL 33168

Yaffrey Gonzalez  
12210 NW 10<sup>th</sup> Ave.  
Miami FL 33168

Cesar Aybar  
Interior Rosa Duarte  
Los Minas, FL 33142

**ARTICLE VI            REGISTERED AGENT**

The name and Florida Street address of the registered agent is:  
Sandy Gonzalez  
12210 NW 10th Ave.  
Miami, Fl. 33168

#### **ARTICLE VII INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

ROSA CHAZULLE  
2060 NW 22 Avenue # 2  
Miami FL 33142

#### **ARTICLE VIII DISSOLUTION**

All assets of this corporation are permanently dedicated to charitable purposes. Should the corporation be dissolved, all assets will be donated and transferred to a qualifying IRS Section 501(c)(3) tax-exempt entity or be used for purposes permitted by IRS Section 501(c)(3) or it shall be distributed to a federal or state government.

#### **ARTICLE IX CONFLICTS OF INTEREST**

All officers, directors, and shareholders must disclose any conflicts of interest to the Board of Directors. The officers and shareholders must disclose the existence of any financial interest that may benefit from this corporation's activities or the person's activities on behalf of the corporation. Thereafter, the Board must determine by majority vote if the officer may retain his or her position and whether the corporation should engage in the subject transaction. A person has a financial interest if he or she has a contract, arrangement, agreement, ownership interest, or other legal interest that may benefit the person financially, directly or indirectly, in kind or in cash. The Corporation shall remove any officer or director that fails to disclose such interest.

#### **ARTICLE X COMPENSATION**

All officers, directors, and shareholders must have their compensation approved in advance and in writing by the Board of Directors, with approval by majority vote. The Board shall review the compensation of any officers, directors, and shareholders annually.

#### **ARTICLE XI ANNUAL STATEMENTS**

All officers, directors, and shareholders must sign a statement no less than annually that affirms that they have:

1. Read and understood the Corporation's Articles of Incorporation and Bylaws.
2. Disclosed all conflicts of interest.
3. Understand that the Corporation is tax exempt and have done everything necessary to maintain this status.
4. Complied with all federal and state reporting requirements.

#### **ARTICLE XII MEETINGS**

The Board of Directors shall meet annually and records shall be kept of all meetings of the Board. The President of the Corporation shall attend the annual meeting and report to the Board on the financial, political, and legal activity of the corporation.



**ARTICLE XIII ACTIVITY OF THE CORPORATION**

No part of the net earnings of the Corporation shall be distributed to the officers, directors, and shareholders. The Corporation may pay reasonable compensation to the officers and directors in compliance with Article X. No earnings or expenses of the Corporation may relate to political or lobbying activities. The Corporation shall only engage in activities permitted to IRS Section 501(c)(3) tax-exempt entities.

**ARTICLE XIV PRIVATE FOUNDATION**

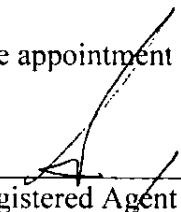
This Corporation shall be a private foundation and shall comply with IRS Section 508(e) by relying on the operation of state law.

**ARTICLE XV PRIVATE FOUNDATION**

The Corporation will distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under IRS Section 4942, and it will not engage in any act of self-dealing (as defined in IRS Section 4941(d)), retain any excess business holdings (as defined in IRS Section 4943(c)), make any investments in such manner as to subject the foundation to tax under IRS Section 4944, and make any taxable expenditures (as defined in IRS Section 4945(d)). The Board of Directors may take any action to ensure compliance with this Article and the related federal tax provisions.

\*\*\*\*\*

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: X   
Registered Agent

Date: 3/27/13

Signature: X   
Director

Date: 3/27/13