

N110000005373

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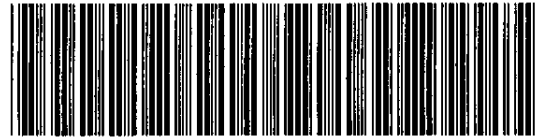
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*Amended*

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2012 APR 25 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*100R*  
*4/30/12*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** ASSISTED LIVING MEMBER ASSOCIATION INC.

**DOCUMENT NUMBER:** N11000005373

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

Please return all correspondence concerning this matter to the following:

HENRY PARRA

(Name of Contact Person)

ASSISTED LIVING MEMBER ASSOCIATION INC.

(Firm/ Company)

1800 SW 1ST AVENUE, SUITE 504

(Address)

MIAMI, FL 33129-1181

(City/ State and Zip Code)

henry@almamia.org

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

For further information concerning this matter, please call:

HENRY PARRA

(Name of Contact Person)

at (

786 446-8701  
305 821-3487

(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

ASSISTED LIVING MEMBER ASSOCIATION INC

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

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N11000005373

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 amendments to its Articles of Incorporation:

- A. The following new amendment totally replaces **Article III** (The Purpose Statement) to now read as follows:

The Corporation is organized exclusively for charitable, social, religious, civic, educational, literacy and scientific purposes, including, for such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) and other related sections of the Internal Revenue Code, or corresponding sections of any future federal tax code. The Corporation's purpose is to represent, unite and support assisted living facilities in Florida, to improve the assisted living industry, and thereby improve the quality of life for seniors that reside in assisted living facilities.

- B. The following new **Article VIII** is added for the Corporation's dissolution of assets provision:

The Corporation shall exist perpetually until dissolution. Upon dissolution, the Corporation's 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 sections of any future federal tax code, or shall be distributed to the federal government, or to the state or local government, for a public purpose.

- C. The following new **Article IX** is added to state certain restriction on the Corporation's operations and activities:

At all times during its existence, the following shall be conditions restricting the Corporation's operations and activities:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be in anywise distributed to its members, trustees, officers, directors, 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 purpose set forth in the purpose statement these Articles.
2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or intervene in, including by publication or distribution of statements, any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a nonprofit corporation or organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding sections of any future tax code, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding sections of any future tax code.

The date of each amendment(s) adoption: 4/16/2012

Effective date: 4/16/2012

**Adoption of Amendment**

- ☒ The amendments were adopted by the members and the number of votes cast for the amendments were sufficient for approval.

Dated: 4/16/2012

Signature 

Printed Name: HENRY PARRA

Title: President and Incorporator