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T. BROWN

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cobs for the Cause, Inc.

DOCUMENT NUMBER: N11000010325

The enclosed ~~Articles of Amendment~~ ^{Amended Articles of Incorporation} and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CHRISTOPHER C. DALEY

(Name of Contact Person)

Registered Agent for Cobs for the Cause, Inc.

(Firm/ Company)

24934 Vintage Court

(Address)

Lutz, Florida 33559

(City/ State and Zip Code)

Chris@CobsfortheCause.org

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

For further information concerning this matter, please call:

Christopher C. DALEY at 813 644-2627

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

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

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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 ARTICLES OF INCORPORATION OF
COBS FOR THE CAUSE, INC.
A Florida "Not for Profit" Corporation**

The undersigned Board of Directors of the corporation organized under Chapter 617 of the Florida Statutes, adopts the following Amended Articles of Incorporation:

I. NAME OF CORPORATION:

The name of the Corporation is **Cobs for the Cause, Inc.**

II. PRINCIPAL OFFICE:

The principal office of the Corporation is located at:

24934 Vintage Court
Lutz, Florida 33559
United States of America

III. MAILING ADDRESS:

The mailing address of the Corporation is:

23110 State Road 54
#123
Lutz, Florida 33549
United States of America

IV. REGISTERED AGENT/REGISTERED OFFICE

The name of the registered agent of the Corporation is: Christopher C. Daley.
The street address of the registered agent is:

Christopher C. Daley
24934 Vintage Court
Lutz, Florida 33559

V. DURATION

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of the filing of these Articles with the Florida Division of Corporations, Department of State.

VI. MEMBERSHIP

The Corporation shall not have members.

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VII. INITIAL BOARD OF DIRECTORS

A. There shall be 5 directors on the initial Board of Directors. The number of directors may be increased or decreased as provided in the bylaws, but shall never be less than three.

B. The manner of election or appointment of the Board of Directors shall be stated in the bylaws.

C. The names and addresses of the initial Board of Directors are:

Christopher C. Daley
24934 Vintage CT.
Lutz, FL 33559

David Prosser
5815 90th Ave. Circle East
Parrish, FL 34219

Bernard Morning
16065 Tampa Palms Blvd
Tampa, FL 33647

Nikki Powers
420 W. Violet Street
Tampa, FL 33603

Lina Beauplan

VIII. INCORPORATOR

The name and address of the incorporator is:

Lisa Ramos
24934 Vintage Court
Lutz, FL 33559

IX. CORPORATE PURPOSES

The Corporation is organized and shall be operated exclusively for charitable and educational purposes.

1. COBS FOR THE CAUSE, INC.'S general mission is to advocate, promote and protect the health, nutrition, and fitness of individuals in the community, especially the poor and underserved. COBS FOR THE CAUSE, INC. will also work to help obese children and

adults, especially those who are poor and underserved, through health and fitness education and training including without limitation bringing daily fitness and education into the homes of individuals who may not otherwise have the opportunity or means to have access to such education and/or training. COBS FOR THE CAUSE, INC. will work to empower the community to lessen obesity levels and to promote healthy nutrition and fitness, education and community pride in the area of health, nutrition and fitness to improve the overall quality of life for all citizens.

2. COBS FOR THE CAUSE, INC. is organized and shall be operated exclusively for charitable and educational purposes, including, but not limited to, the following:
 - 2.1 To fight obesity and the obesity epidemic throughout Hillsborough County and surrounding Counties in Florida and the United States of America.
 - 2.2 To improve both the health and wellness of individuals, especially those from impoverished socio-economic backgrounds.
 - 2.3 To educate and motivate members of the community, especially those from impoverished socio-economic backgrounds about health and wellness and to provide them tools to incorporate healthy diet and exercise into their daily lives.
 - 2.4 To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
 - 2.5 To carry on any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law (hereinafter referred to as "the Internal Revenue Code").

501(c)(3) LIMITATIONS:

A. **CORPORATE PURPOSES:** Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal corporate income tax under section 501(c)(3) of the Internal

Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

B. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

C. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the directors, officers, or members thereof (if any), or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

D. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office.

E. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to one or more organizations recognized as exempt from federal corporate income taxation under Section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. To the extent the assets are not distributed to tax-exempt organizations, the assets shall be distributed to the federal, state or local government for a public purpose. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

F. **PRIVATE FOUNDATION STATUS:** In the event that this Corporation shall become a "private foundation" within the meaning of Section 509 of the Internal Revenue Code, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

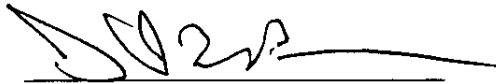
EXECUTION

These Amended Articles of Incorporation are hereby adopted, approved, and executed by the Board of Directors at its Meeting on this 9th day of ~~September~~ ^{November} 2012.

This corporation has no members.



Board Member, Christopher C. Daley

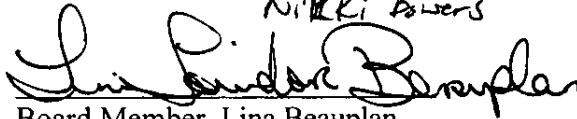


Board Member, David Prosser

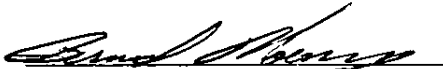


Board Member, ~~Bernard Morning~~

Nikki Powers



Board Member, Lina Beauplan



Board Member, Nikki Powers

Bernard Morning

REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT

I, Christopher C. Daley, hereby accept my appointment as registered agent for Cobs for the Cause, Inc. a Florida not-for-profit corporation. I am familiar with, and accept, the obligations of the position of registered agent, and agree to comply with the provisions of all statutes relating to the proper performance of my duties.

Name: _____

Christopher C. Daley

Date: _____

Nov 9th 2012