

N11000011341

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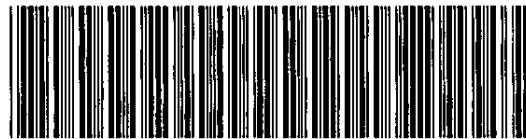
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TALLAHASSEE, FLORIDA

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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **PERSONNEL INNOVATIONS, INC.**

DOCUMENT NUMBER: **N11000011341**

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

Please return all correspondence concerning this matter to the following:

ROY P. SUBIA

(Name of Contact Person)

PERSONNEL INNOVATIONS, INC.

(Firm/ Company)

6792 MAIN STREET

(Address)

MIAMI LAKES FL 33014

(City/ State and Zip Code)

roy.subia@personnelinnovations.org

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

For further information concerning this matter, please call:

CASSANDRA MONTENEGRO, ESQ. at **305** **817-2175**

(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:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

RESTATED ARTICLES OF INCORPORATION

PERSONNEL INNOVATIONS, INC.
A Florida Non-Profit Corporation

PREAMBLE

Pursuant to the provisions of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, the undersigned citizen of the United States, as sole incorporator of Personnel Innovations, Inc., a Florida Not-For-Profit Corporation, having not yet elected a directors, and in order to form a tax-exempt organization under the Internal Revenue Code, Section 501(c)(3) (the "Code"), certifies and acknowledges the following Articles of Restatement:

ARTICLE I. NAME

The name of the Corporation Not for Profit shall be **Personnel Innovations, Inc.** (the "Corporation").

ARTICLE II. DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III. PRINCIPAL OFFICE & MAILING ADDRESS

The location of the principal office and the mailing address of the Corporation shall be one in the same, as shall be as follows:

6792 Main Street
Miami Lakes, FL 33014-2068

ARTICLE IV. PURPOSES

The Corporation is organized, and shall be operated, exclusively for the following lawful purposes:

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MIAMI, FLORIDA

1. For charitable purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended, or the corresponding section of any future federal tax code.

2. For charitable purposes within the meaning of § 617.0301 of the Act, as may be amended, and is not entered into for pecuniary profit nor for purposes specifically prohibited to corporations under other laws of the State of Florida.

ARTICLE V. INITIAL ORGANIZATIONAL MEETING

Upon incorporation under these Articles of Restatement of Articles of Incorporation (these "Articles") by the Florida Department of State, the sole Incorporator, in accordance with the Act, as amended, shall elect a board of directors who shall adopt Bylaws and complete the organization of the Corporation.

ARTICLE VI. ELECTION OF DIRECTORS

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the Bylaws of the Corporation. In no event shall the number of directors be fewer than three.

ARTICLE VII. POWERS

The powers of the Corporation shall be provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

1. 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 interests, 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 purposes of this Corporation that are set forth in Article IV herein.

2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and in no event shall the Corporation participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation that are set forth in Article IV herein.

ARTICLE VIII. SOLE INCORPORATOR

The name and mailing address of the sole Incorporator is as follows:

Roy P. Subia
6792 Main Street
Miami Lakes, FL 33014-2068

Upon executing this document, the above named Incorporator shall deliver to the department for filing articles of restatement, executed in accordance with s. 617.01201, setting forth the name of the corporation and the text of the restated articles of incorporation together with a certificate setting forth information required under Chapter 617, Florida Statutes.

ARTICLE IX. DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more

exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, or the 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 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 to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X. APPOINTMENT OF INITIAL REGISTERED AGENT

The name of the initial Registered Agent and the street address of the initial Registered Office of the Corporation are named and designated as follows:


Roy P. Subia
6792 Main Street
Miami Lakes, FL 33014-2068

The above named Registered Agent signed a written Certificate of Acceptance of Appointment as required by § 617.0501 of the Florida Statutes, which was attached to the Articles of Incorporation.

ARTICLE XI. EFFECTIVE DATE OF INCORPORATION

The corporate existence of the Corporation began on December 7, 2011, the date the Articles of Incorporation were approved and filed by the Florida Department of State, serving as conclusive proof that the Incorporator satisfied all conditions precedent to incorporation and that the Corporation has been incorporated under the Act.

SIGNED AND EXECUTED in accordance with § 617.01201, on this 22 day of June, 2012, and submitted to the Department of State for filing.


By: Roy P. Subia
As: Incorporator of Personnel Innovations, Inc.,

CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION

Incorporator of

PERSONNEL INNOVATIONS, INC.
A Florida Non-Profit Corporation

Being the Sole Incorporator of Personnel Innovations Inc., a corporation restating its articles of incorporation, I shall deliver to the department for filing articles of restatement, executed in accordance with s. 617.01201, and hereby certify as follows:

- (a) That the restatement contains an amendment to the articles of incorporation, but said amendments do not require member approval; and,
- (b) That the corporation does not presently have any named directors.

Adopted, SIGNED AND DATED on this 4 day of June, 2012



By: Roy P. Subia

As: Incorporator of Personnel Innovations, Inc.