

N11000011563

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2013 OCT 30 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
11/14/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Universal Associates of America Incorporated

DOCUMENT NUMBER: N11000011563

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

Please return all correspondence concerning this matter to the following:

Helen Benn

(Name of Contact Person)

Universal Associates of America Incorporated

(Firm/ Company)

3948 Andover Cay Blvd

(Address)

Orlando, FL 32825

(City/ State and Zip Code)

universalaai@yahoo.com

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

For further information concerning this matter, please call:

Helen Benn

(Name of Contact Person)

at (407) 3997489

(Area Code & Daytime Telephone Number)

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

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

Articles of Amendment
to
Articles of Incorporation
of

FILED

2013 OCT 30 PM 3:08

Universal Associates of America Incorporated

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

N11000011563

(Document Number of Corporation (if known))

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:

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:

(Principal office address MUST BE A STREET ADDRESS)

3948 Andover Cay Blvd

Orlando, FL 32825

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

3948 Andover Cay Blvd

Orlando, FL 32825

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

(Florida street address)

New Registered Office Address:

N/A

(City)

, Florida N/A

(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.

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	_____	<u>N/A</u>	_____
<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)

Address Change within Articles of Incorporation Document

III. Corporate Purposes - Amended with Revision attached

VIII. 501(c)(3) Limitations - 2. Exclusivity - Amended with Revision attached

VIII. 501(c)(3) Limitations - 7. Dedication of Assets - Added and attached

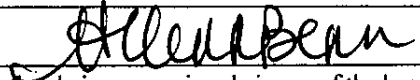
The date of each amendment(s) adoption: 10/26/13, if other than the date this document was signed.

Effective date if applicable: 10/26/13
(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 10/26/13

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)

Helen Benn

(Typed or printed name of person signing)

President/CEO

(Title of person signing)

**ARTICLES OF INCORPORATION
OF
UNIVERSAL ASSOCIATES OF AMERICA INCORPORATED
*A Florida "Not for Profit" Corporation***

The undersigned, acting as incorporator or a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

I. NAME OF CORPORATION:

The name of the corporation is **UNIVERSAL ASSOCIATES OF AMERICA INCORPORATED.**

The period of duration of this Corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

II. PRINCIPAL and MAILING OFFICE:

The principal office of the corporation is located at 3948 Andover Cay Blvd Orlando, Florida 32825. The mailing address of the Corporation is 3948 Andover Cay Blvd Orlando, Florida 32825.

III. CORPORATE PURPOSES

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational 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.
3. To do 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, institution, foundations, or governmental bureaus, departments or agencies.

4. All of the foregoing purposes shall be exercised exclusively 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.

IV. DURATION/MEMBERSHIP:

- A. The period of duration is perpetual.
- B. The qualification for members, if any and the manner of their admission shall be regulated by the bylaws.
- C. The method of election of the Board of Directors shall be stated in the bylaws.

V. INITIAL UNIVERSAL ASSOCIATES OF AMERICA INCORPORATED BOARD OF DIRECTORS

Theresa Madison
3948 Andover Cay Blvd
Orlando, Florida 32825

Leonard Singh
3948 Andover Cay Blvd
Orlando, Florida 32825

Helen Benn
3948 Andover Cay Blvd
Orlando, Florida 32825

VI. REGISTERED AGENT:

The name of the registered agent of the corporation is Helen Benn. The address of this registered agent is 3948 Andover Cay Blvd Orlando, Florida 32825.

VII. INCORPORATOR:

The name of the incorporator is Theresa Madison. Theresa Madison's address is 3948 Andover Cay Blvd Orlando, Florida 32825.

VIII. 501(C)(3) LIMITATIONS:


1. Corporate Purposes: Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of the future United States Internal Revenue laws.

2. Exclusivity: The Corporation is organized exclusively for charitable and educational purposes.
3. 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.
4. 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 any candidate for public office.
5. 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 an organization recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes as indicated in the purposes of the organization. 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.
6. 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 1954, 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; and shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.
7. Dedication of Assets: The property of this corporation is irrevocably dedicated to charitable and educational purposes within the Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of the future United States Internal Revenue laws and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director or Officer of the Corporation thereof, or to the benefit of any private individual.

Having been named as registered agent to accept service of process for the
UNIVERSAL ASSOCIATES OF AMERICA INCORPORATED, a Florida not for
profit Corporation at the place designated in this certificate. I am familiar with and
accept the appointment as registered agent and agree to act in this capacity.



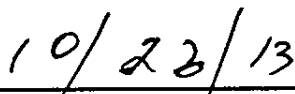
Signature/Registered Agent



Date



Signature/ Incorporator



Date