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TALLAHASSEE, FLORIDA

C. LEWIS
AUG 14 2013
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DESIGN AND ARCHITECTURE SENIOR HIGH ALUMNI ASSOCIATION, INC.

DOCUMENT NUMBER: N12000000387

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

Please return all correspondence concerning this matter to the following:

PABLO GONZALEZ ZEPEDA, ESQ.

(Name of Contact Person)

LAW OFFICES OF GONZALEZ ZEPEDA

(Firm/ Company)

9400 S. DADELAND BOULEVARD, PENTHOUSE FIVE

(Address)

MIAMI, FLORIDA 33156

(City/ State and Zip Code)

SERVICE@GZATTORNEYS.COM

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

For further information concerning this matter, please call:

MARCELA WEILAND

(Name of Contact Person)

305 670-5885

(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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Certified Copy
(Additional Copy is
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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

**DESIGN AND ARCHITECTURE SENIOR HIGH
ALUMNI ASSOCIATION INC.**

The undersigned incorporator, for the purposes of forming a Not-for-Profit Corporation under Section 617 of the Florida Statutes, hereby adopts the following the Articles of Incorporation.

ARTICLE I
Name of Corporation

The name of the Not-for-Profit Corporation is:

Design and Architecture Senior High Alumni Association, Inc.

ARTICLE II
Corporate Existence

The corporation shall have a perpetual existence.

ARTICLE III
Purpose

(a) To encourage and cultivate free intercourse, social activity, and good fellowship among the alumni of Design & Architecture Senior High ("DASH"), to maintain and promote the loyalty of its alumni to DASH, to assist and to promote the interests of DASH generally.

(b) The purposes for which the Corporation is to be formed are exclusively to receive and administer funds for educational, charitable and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end to hold any property, or any undivided interest in property, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director or officer of the Corporation, or any other private individual or entity (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, director or officer of the Corporation, or any private other individual or entity shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial

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AMENDED
ARTICLES OF INCORPORATION

part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by *Section 501(h) of the Internal Revenue Code of 1986*, or corresponding provisions of any subsequent federal tax laws and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(c) The Corporation shall distribute its income and, to the extent necessary, principal for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(g) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) Notwithstanding any other provision of this certificate, the Corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be amended.

(i) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

AMENDED
ARTICLES OF INCORPORATION

ARTICLE IV
Principal Office and Mailing Address

The principal office of the Design and Architecture Senior High Alumni Association ("DASH AA") is:

4001 NE 2nd Avenue, Miami, Florida 33137

The mailing address of the DASH AA is:

15329 SW 111 Street, Miami, Florida 33196

ARTICLE V
Directors

The initial Director(s) of the corporation are:

Title: Director
Franzella Guido
4001 NE 2nd Avenue
Miami, Florida 33137

Title: Director
William Lai
4001 NE 2nd Avenue
Miami, Florida 33137

Title: Director
Christian De Gale
4001 NE 2nd Avenue
Miami, Florida 33137

Title: Director
Alex Batista
4001 NE 2nd Avenue
Miami, Florida 33137

Title: Director
James Gilham
4001 NE 2nd Avenue
Miami, Florida 33137

The manner in which directors are elected or appointed is:

As provided for in the bylaws and applicable laws.

AMENDED
ARTICLES OF INCORPORATION

ARTICLE VI
Registered Agent and Office

The initial registered agent of the corporation for accepting service of process and who upon accepting this designation agrees to comply with the provision of section 48.091, Florida Statutes as amended from time to time, shall be:

William Lai
888 Biscayne Boulevard
Suit 201
Miami, FL 33132

The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII
Incorporator

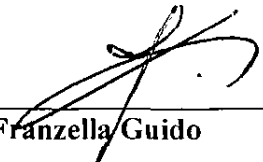
The name and address of the incorporator is:

Franzella Guido
4001 NE 2nd Avenue
Miami, Florida 33137

ARTICLE VIII
Non For Profit Certification

The existence of DASH AA shall conform to the provisions of the Not-for-Profit Corporation Laws of the State of Incorporation.

IN WITNESS WHEREOF the undersigned has signed this Certificate of Incorporation on this __ day of July __, 2013.



Franzella Guido

[Remainder of Page Intentionally Left Blank]

AMENDED
ARTICLES OF INCORPORATION

Registered Agent Acknowledgment

Having been named registered agent for the above name corporation, at the registered office designated in this certificate, I hereby acknowledge that I am familiar with and accept the obligations of that position and agree to comply with all legal requirements relative thereto.

W. L. 6/26/2013
William Lai

The date of each amendment(s) adoption: June 22, 2013
date this document was signed.

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Effective date if applicable: _____
(no more than 90 days after amendment file date)

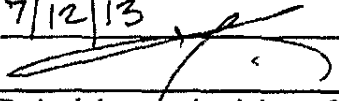
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 7/12/13

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)

FRANZELLA GUIDO

(Typed or printed name of person signing)

PRESIDENT AND DIRECTOR

(Title of person signing)