

Amend/CC
10 1/23/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: IT ProCamp, Inc.

DOCUMENT NUMBER: N12000000452

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

Please return all correspondence concerning this matter to the following:

Alex Funkhouser

(Name of Contact Person)

IT Pro Camp, Inc.

(Firm/ Company)

1666 JFK Causeway, Suite 604

(Address)

Miami Beach, FL 33141

(City/ State and Zip Code)

Alex@SherlockTech.com

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

For further information concerning this matter, please call:

Alex Funkhouser

(Name of Contact Person)

at (305) 458-5579

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN 22 PM 4:00

IT ProCamp, Inc.

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

N12000000452

(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 amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Not Applicable

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)

1666 JFK Causeway, Suite 604

Miami Beach, FL 33141

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

1666 JFK Causeway, Suite 604

Miami Beach, FL 33141

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:

Alex Funkhouser

1666 JFK Causeway, Suite 604

(Florida street address)

New Registered Office Address:

Miami Beach,

(City)


Florida

33141

(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

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Article III. Purpose

The corporation shall be a not for profit corporation under the Florida Corporations Not for Profit laws set forth in Section 617 of the Florida Statutes and is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the Corporation is organized are exclusively charitable, scientific, literary, and educational 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). Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income tax under Section 501(c) (3), as amended, or the corresponding provisions of any future United States Internal Revenue laws.

The specific and primary purposes for which this corporation is formed are:

- (a) To facilitate the education of Information Professionals (IT Pros) and other individuals on a variety of information technologies and resources within the State of Florida and the United States;
- (b) for the advancement of education, charitable, and any other related or corresponding charitable purposes by the distributions of its funds for such purposes;
- (c) to operate exclusively in any other manner for such educational purposes as well qualify it as an exempt organization under Section 501(c) (3) of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII DURATION

The term of existence of the corporation is perpetual.

Articles of Amendment to Articles of Incorporation of IT ProCamp, Inc.

E. If amending or adding additional Articles, enter change(s) here: (Continued)

ARTICLE IX POWERS

The Corporation hereby incorporates by reference any and all corporate powers given to corporations not for profit by virtue of Florida Statutes 617, Florida Not for Profit Corporations Act. The Corporation's activities are limited by any and all other restrictions which are required to obtain tax exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

ARTICLE X BOARD OF DIRECTORS

The business affairs of the Corporation shall be managed and all the corporate powers thereof shall be vested in and exercised by a Board of Directors. The initial Board of Directors shall consist of four (4) persons. The Board of Directors shall be appointed as provided in the Bylaws of the Corporation.

Section 2. The number of Directors which constitute the Board of Directors may be increased or decreased as provided in the Bylaws of the Corporation; provided, however, in no event shall the number of directors be less than four (4).

ARTICLE XI BYLAWS

Section 1. The Directors of this Corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered, or rescinded by a majority vote of the members of the Board of Directors present at any regular meeting or any special meeting called for the purpose or in any manner consistent with the laws of the State of Florida.

Section 3. The Bylaws of the corporation shall contain provisions regulating the powers of the corporation, the directors, and officers, the control of property owned by the corporation, and such other things as shall be necessary and proper for the carrying on of the business of the corporation.

Articles of Amendment to Articles of Incorporation of IT ProCamp, Inc.

Section E. If amending or adding additional Articles, enter change(s) here: (Continued)

ARTICLE XII AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the members of the Board of Directors present at any regular meeting or any special meeting called for the purpose or in any manner consistent with the laws of the State of Florida.

ARTICLE XIII DISSOLUTION

In the event of dissolution of the Corporation, no director or officer shall be entitled to any distribution or division of its remaining property or proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be disposed of exclusively for the purposes of the Corporation in such a manner or to such organization or organizations organized and operated for substantially the same purposes as this Corporation or exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE XIV PROHIBITION AGAINST PRIVATE BENEFIT

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, other private persons, or for-profit corporations, 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 set forth in Article III hereof.

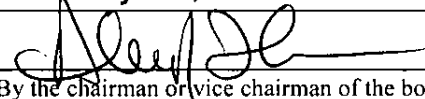
The date of each amendment(s) adoption: December 20, 2012

Effective date if applicable: December 20, 2012
(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 January 16, 2013

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)

Alex Funkhouser
(Typed or printed name of person signing)

Board President
(Title of person signing)