

N12 000008296

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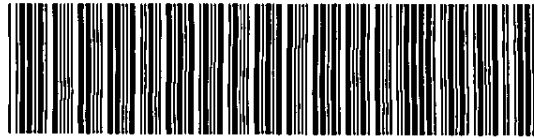
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NO PERFECT PEOPLE INCORPORATED

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Requested by: SETH

08/07/13

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- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
NO PERFECT PEOPLE INCORPORATED
DOCUMENT NUMBER N12000008296**

No Perfect People Incorporated (the "Corporation" or NPPI) hereby adopts the following Amended and Restated Articles of Incorporation for such Corporation pursuant to the provisions of the Florida Not-for-Profit Corporation (the Act).

ARTICLE I NAME

The name of this corporation shall be No Perfect People Inc. (NPPI).

ARTICLE II REGISTERED OFFICE

The principal place of business and mailing address of NPPI is 400 Lakeview Drive, Coral Springs, FL 33071.

ARTICLE III PURPOSE

This corporation is organized exclusively for charitable, and educational purposes, more specifically to feed the poor and clothe those in need, and help meet other needs in the communities we are involved. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

This Corporation is also organized to promote, encourage, and foster any other similarly Charitable and educational activities; to accept, hold, invest, reinvest, and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principle thereof for, and to devote the same to, the foregoing purposes of the corporation; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of the purposes of this Corporation. Provided however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

ARTICLE IV EXEMPTION REQUIREMENTS

Limitations. In order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in the Act, as it now exists or as it may hereafter be amended. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) No part of the net earnings of the Corporation shall inappropriately benefit or be distributable to its Incorporators, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Corporation) in furtherance of its purposes as set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to

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Influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) In the event this Corporation is in any one year a "private foundation" as defined by Section 509 (a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of "self dealing" as defined in Section 4941 (d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any "excess business holdings" as defined by Section 4943 (c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions any subsequent federal tax laws; or (iv) making a taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation's, charitable or educational purposes or if the gift or grant would require serving a private as opposed to a public interest.

(d) Upon the dissolution of the Corporation, the Corporation shall, after paying or making provision for payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation to Coral Baptist Church, Inc. d/b/a The Church by the Glades, a Florida non-profit corporation, and if Coral Baptist Church, Inc. has ceased to exist as an incorporated entity or is no longer an entity described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, then to any organization designated by the Board of Directors of the Corporation which is exempt from taxes under internal revenue code section 501(c)(3) (or the corresponding provision of any future tax law of the United States)

ARTICLE V DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE VI MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have no members. Plenary power to manage and govern the affairs of The Corporation is vested in the board of directors. The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors shall be provided in the bylaws. The Board of Directors shall consist of the President of the Corporation and, until changed by amendment of these articles of incorporation or by bylaws duly adopted by the Board of Directors, such number of additional directors as may, from time to time, be nominated and elected pursuant to the Bylaws. The number of directors may not be

decreased to less than three (3). Directors need not be residents of Florida. At all times, one (1) director may reside outside the State of Florida. The current Board of Directors shall consist of the following persons at the following addresses.

David Hughes, President
400 Lakeview Drive, Coral Springs, FL 33071

Lisa Hughes, Secretary
400 Lakeview Drive, Coral Springs, FL 33071

Raul Palacios, Vice President
400 Lakeview Drive, Coral Springs, FL 33071

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VII PERSONAL LIABILITY

No board member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII INDEMNIFICATION

To the extent provided in the Bylaws, the corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the corporation as provided by the provisions in the act governing indemnification.

ARTICLE IX CONSTRUCTION

All references in these articles of incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE X AMENDMENT

These Articles may be amended by a vote of two-thirds (2/3) of the members of the board of directors.

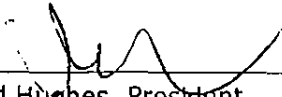
ARTICLE XI REGISTERED AGENT

The name and Florida street address of the registered agent is:

William J. Bailey
400 Lakeview Drive, Coral Springs, Florida 33071

There are no members entitled to vote on these Amended and Restated Articles of Incorporation. The Amended and Restated Articles of Incorporation were adopted by the Board of Directors.

Dated this 12th day of June, 2013.



David Hughes, President