# N12000009359

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### NEW GLOBAL PARADIGM CORP. 915 Middle River Drive #518 Fort Lauderdale, Florida 33304 (954) 213-3170

October 5, 2012

#### Via U.S. Mail

Florida Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

RE:

International Association of Trauma and Addiction Counselors, Inc. Amendment to Articles of Incorporation

#### Dear Sir/Madam:

Enclosed please find the Amendment to the Articles of Incorporation for International Association of Trauma & Addiction Counselors, Inc., and a check in the amount of \$43.75. Please return the certified copy of the Amendment to the address listed above.

Thank you for your prompt attention to this mater. If you have any questions, please feel free to contact me at the above telephone number.

Sincerely

Thomas W. Dvorak

**Enclosures** 

## ARTICLES OF AMENDMENT OF NEW HORIZONS MEDICAL DETOX, INC.

Pursuant to the provisions of Chapter 617, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on October 1, 2012 and assigned document number N12000009359, are hereby amended by the Members and Directors of the Corporation whereby the number of votes cast for the amendment by the Members was sufficient for approval and evidenced pursuant to a written consent in lieu of joint special meeting executed by a majority of the Members of all of the Corporation and all of the Corporation's Directors on October 3, 2012, as follows:

The original Articles of Incorporation are hereby deleted in their entirety and replaced with the following:

### ARTICLE I NAME

The name of this Corporation is: New Horizons Medical Detox, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

915 Middle River Drive #518 Fort Lauderdale, Florida 33304

### ARTICLE III DURATION AND EFFECTIVE DATE

The duration of this Corporation is perpetual, unless dissolved according to law. The effective date of this incorporation shall be upon filing.

#### ARTICLE IV PURPOSE

The purpose of this corporation is as follows:

- A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. This Corporation is organized exclusively for charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
- C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purpose.

In addition, the Corporation shall be a Supporting Organization of International Recovery Management, Inc. (a Florida not-for-profit Corporation) as such term is defined by section 509(a)(3) of the Internal Revenue Code; and as such, should the Corporation make any distribution of earnings and profits, it shall look first to make such distribution to International Recovery Management, Inc.

### ARTICLE V AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the Members at a Members meeting called for that purpose.

### ARTICLE VI QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's By-laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of Members.

### ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of this Corporation's initial registered office in Florida is 915 Middle River Drive, #518, Fort Lauderdale, Florida, 33308 and the name of its initial registered agent at that address is Thomas W. Dvorak.

### ARTICLE VIII BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have at least three members initially. The number of directors may be increased or decreased by the Members from time to time as provided in the By-laws of the Corporation.

### ARTICLE IX INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Name Street Address

Thomas W. Dvorak 3101 Port Royale Blvd.

Fort Lauderdale, Florida 33304

#### ARTICLE X DIRECTORS

The initial Directors of the Corporation are:

Name Street Address

David Hoskins 2504 N. Atlantic Blvd

Fort Lauderdale, Florida 33305

Thomas W. Dvorak 3101 Port Royale Blvd.

Fort Lauderdale Florida 33304

Ivan Manrique

600 SW 3<sup>rd</sup> Street #4102 Fort Lauderdale, Florida 33060

#### ARTICLE XI OFFICERS

The initial Officers of the Corporation are:

NameOfficeStreet AddressDavid HoskinsPresident2504 N. Atlantic Blvd<br/>Fort Lauderdale, Florida 33305Ivan ManriqueVice President600 SW 3rd Street #4102<br/>Fort Lauderdale, Florida 33060Thomas W. DvorakTreasurer/Secretary3101 Port Royale Blvd.<br/>Fort Lauderdale Florida 33304

### ARTICLE XII COMMON DIRECTOR - TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for that purpose without counting the votes or consents of such Director; AND it meets that standards set forth in the Conflict of Interest Policy adopted by the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes approves or ratifies such contract or transactions.

### ARTICLE XIII BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Members at any meeting thereof.

#### ARTICLE XIV EMERGENCY BY-LAWS

The Board of Directors of the corporation may adopt bylaws to be effective only in an "emergency". An emergency exists if a quorum of the corporation's directors cannot readily be assembled because of some catastrophic event. Emergency bylaws are subject to amendment or repeal by the Members as well as the Directors.

### ARTICLE XV SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its Members and Directors, are hereby adopted as a part of these Articles of Incorporation.

- 1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
- 2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.
- 3. The Board of Directors, by the affirmative vote of a majority of the Directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all Directors for services to the Corporation as Directors, officers or otherwise.

Phomas W. Dvorak, Incorporator

### CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of §§48.091(1) and 607.0501, Florida Statutes, the following is submitted in compliance thereof:

That NEW HORIZONS MEDICAL DETOX, INC., desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida being at 915 Middle River Drive, Fort Lauderdale, Florida 33304 has named THOMAS W. DVORAK located at that same address as its initial registered agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

THOMAS W. DVORAK, Registered Agent

10/3/12\_ Date