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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/20/13

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Phi Chi Foundation Inc.

DOCUMENT NUMBER: N12000011984

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

Please return all correspondence concerning this matter to the following:

Nzinga Myton

(Name of Contact Person)

Phi Chi Foundation Inc.

(Firm/ Company)

795 NW 72 Terrace,

(Address)

Margate , FL, 33063.

(City/ State and Zip Code)

zingnoni1@aol.com

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

For further information concerning this matter, please call:

Nzinga Myton

at ( 561 )

401-6103

(Name of Contact Person)

(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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**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



## **PHI CHI FOUNDATION INC.**

A Florida Non-profit Public Benefit Incorporation

### **AMENDED & RESTATED ARTICLES OF INCORPORATION OF PHI CHI FOUNDATION INC.**

#### **ARTICLE I**

##### **NAME**

##### **1.01 NAME**

The name of this Incorporation is Phi Chi Foundation Inc.

#### **ARTICLE II DURATION**

##### **2.01 DURATION**

The duration of this incorporation is perpetual.

#### **ARTICLE III PUBLIC BENEFIT**

##### **3.01 PUBLIC BENEFIT**

Phi Chi Foundation Inc. is designated as a public benefit. Phi Chi Foundation Inc. will conduct Charitable activities that promote: Relief of the poor, the distressed, and or the Underprivileged. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**FILED**  
**13 AUG - 8 PM 4:08**  
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**TALLAHASSEE, FLORIDA**

## ARTICLE IV NATURE

### 4.01 NATURE

Phi Chi Foundation Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or the corresponding section of any future federal tax code.

## ARTICLE V PURPOSE

### 5.01 PURPOSE

Is to protect, preserve, promote, address, educate, coordinate, provide aid and relief:

- **A1.** Advancement of Interdenominational Religion/ Spirituality
- A2.** Advancement of Education, Culture, Arts & Science
- A3.** Erection or Maintenance of Public Buildings, Monuments or Work
- A4.** Lessening the Burdens of Government
- A5.** Lessening Neighborhood Tensions
- A6.** Eliminating Prejudice and Discrimination
- A7.** Defending Human and Civil Rights Secured by Law
- A8.** Combating Community Deterioration and Juvenile Delinquency on a local and global level.
- A9.** Fostering the sense of unity & self-respect, as well as in depth awareness of Social, Economic, Educational & Cultural prospects & adversities.
- A10.** Empower persons through Building Schools Infrastructure, Science Labs, School Programs, Workshops, Training Programs, Seminars & other group presentations.
- A11.** To promote Sustainable environment & engender a sense of creativity among persons by means of Fashion, Sports, Recreation, Music & Cultural Development.
- A12.** To establish & maintain relations with international bodies, agencies, organizations & structures in other countries.
- A13.** To mobilize funds locally & internationally for the development of Communities, Projects, Events, Social Intervention Programs, Training initiatives & individuals for the course of the betterment of persons lives.
- A14.** To get Grants, Donations, Contributions, Gifts, & other goods & services for the programs & projects of Phi Chi Foundation.
- A15.** 12. To initiate development projects & activities with the aim of encouraging the active participation of community based organizations, Government agencies, Schools & other services or charitable organizations with the aim of active participation of persons in the process of self empowerment. Not Limited to.

### 5.02

Our programs include sending out ambassadors to raise social consciousness about the cause on a local and global level, and to hold fundraising events in order to provide immediate relief and

or assistance regardless of their race, ethnicity, or religion.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the internal revenue code and are operated exclusively for educational and charitable purposes. At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

### **5.03**

Literary, Fostering, Protect, Preserve & Promote National and International Culture, Traditions, Sports, and Fashion Competition, Preventing cruelty to Children or Animals and Testing for Public Safty, programme to empower communities, with entrepreneurship skills by free lectures, free skill training, including the utilization of social media channels and the corporation's website to provide facts, statistics, and other related data on causes, current efforts and solutions to eradicate low self-esteem etc.

## **ARTICLE VI Personal Liability**

### **6.01 Personal Liability**

No officer or director of this incorporation shall be personally liable for the debts or obligations of Phi Chi Foundation Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this incorporation.

## **ARTICLE VI I Dissolution**

### **7.01 Dissolution**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Upon termination or dissolution of the Phi Chi Foundation Inc. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organizations or foundation have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The foundation to receive the assets of the (Phi Chi Foundation Inc.) hereunder shall be selected by the discretion of a majority of the managing body of the (Phi Chi Foundation Inc.) and if its

members cannot so agree, then the recipient foundation shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the (Phi Chi Foundation Inc.) by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying foundation or organizations to receive the assets to be distributed, giving preference if practicable to organizations located globally.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of which the assets are in to be added to the general fund.

## ARTICLE VIII

### **Prohibited Distributions**

#### **8.01 Prohibited Distributions**

No part of the net earnings, properties of the directors of this incorporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members and directors except that the incorporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions.

## ARTICLE IX

### **Restricted Activities**

#### **9.01 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

## ARTICLE X

### **Prohibited Activities**

#### **10.01 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any

activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE XI BOARD OF DIRECTORS

### 11.01 Governance

Phi Chi Foundation Inc. shall be governed by its board of directors. The manner in which directors are elected or appointed: As stated in the bylaw.

### 11.02 Initial Directors to these Amended and Restated Articles

The initial directors of the Phi Chi Foundation Inc. shall be:

Name: Nzinga Myton Address: 740 SW 50th Terrace, Margate, FL, 33068. **President**

Name: Nastassja Myton Address: 200 Franklin Road N.E. Atlanta, GA 30342. **Treasurer.**

Name: Neville Myton Address: 795 NW 72 Terrace, Margate FL, 33063. **Marketing & PR**

Name: William Myton Address: 956 Begall Cove, Cordova, TN, 38018. **Vice President**

Name: Paulette Myton Address: 795 NW 72 Terrace, Margate FL, 33063. **Secretary.**

## ARTICLE XII MEMBERSHIP

### 12.01 Membership

Phi Chi Foundation Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## ARTICLE XIII AMENDMENTS

### 13.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of founder.

ARTICLE XIV  
**ADDRESSES OF THE CORPORATION**

**14.01 Corporate Address**

The physical address of the corporation is: Phi Chi Foundation Inc. mailing address of the corporation is:( 795 NW 72<sup>nd</sup> Terrace, Margate FL. 33063)

ARTICLE XV  
**Appointment of registered agent**

**15.01 Registered Agent**

The registered agent of the incorporation shall be: **Nzinga Myton** 795 NW 72 Terrace, Margate FL, 33063.

Article XVI

**Motto**

**16.01 Motto**

Before God and all mankind, we pledge our skills, love and loyalty of our heart, the wisdom and courage of our mind, the strength and vigour of our body in the service of our fellow citizens; We promise to work diligently, and creatively, to give generously and honestly, so that Phi Chi Foundation may, under God, help build communities, preserve our culture and play our part in advancing the welfare of the whole human race.

Article XVII

**INCORPORATOR**

The incorporator of the incorporation is as follow:

Name: Nzinga Myton Address: 795 NW 72<sup>nd</sup> Terrace, Margate FL. 33063.

**Certificate Of Adoption Of Restated Articles Of Incorporation**

We, the undersigned, do hereby certify that the above restated Articles of Incorporation of is Phi Chi Foundation Inc. were adopted and approved by the board of directors on Wednesday July 30, 2013 and constitute a complete copy of Articles of Incorporation of the Phi Chi Foundation Inc. There are no members.



**Acknowledgment of consent to appointment as registered agent**

I, (Nzinga Myton), agree to be the registered agent for (Phi Chi Foundation Inc.) as appointed herein.

Registered Agent: Nzinga Myton

Date: Wednesday July 30/2013

Signature: \_\_\_\_\_

Nzinga Myton, Incorporator

STATE: FLORIDA, ☐ COUNTY: BROWARD, COUNTRY: USA

On 6<sup>th</sup> August 2013 before me, Elisa Rojas, personally appeared:

Nzinga Myton

Personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature of Notary Elisa Rojas (Seal)

