

N130000002521

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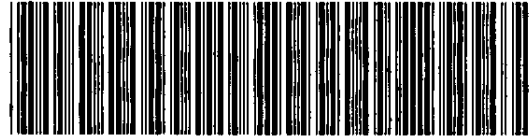
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*Amended &
Restated
Articles*

FILED
16 MAY 12 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 12 2016
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 11, 2016

Brandon L. Boldes
Boldes Brandon Foundation Inc.
18 W. Bass Street
Kissimmee, FL 34741

SUBJECT: BOLDES BRANDON FOUNDATION INC
Ref. Number: N13000002521

We have received your document for BOLDES BRANDON FOUNDATION INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 516A00009941

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BOLDES BRANDON FOUNDATION, INC.

DOCUMENT NUMBER: N13000002521

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

Please return all correspondence concerning this matter to the following:

BRANDON L. BOLDES

(Name of Contact Person)

BOLDES BRANDON FOUNDATION, INC.

(Firm/ Company)

18 W. BASS STREET

(Address)

KISSIMMEE, FL 34741

(City/ State and Zip Code)

BOLDESBRANDONFOUNDATIONINC2@GMAIL.COM

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

For further information concerning this matter, please call:

BRANDON L. BOLDES

407

720-4061

at

(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:

☒ \$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

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

OF

BOLDES BRANDON FOUNDATION, INC.

A Non Profit Corporation

The undersigned, being over the age of eighteen (18) years and competent to contract, for the purpose of organizing a Corporation not-for-profit pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be Boldes Brandon Foundation, Inc.

ARTICLE II

PRINCIPAL OFFICE & MAILING ADDRESS

The physical address of the principal office of the Corporation shall be 750 S. Orange Blossom Trail, Ste. 1 Orlando, FL 32805.

The mailing address of the Corporation shall be 18 W. Bass Street Kissimmee, FL 34741.

ARTICLE III

PURPOSE AND POWERS

The primary purpose for this Corporation is to give men, women, and children hope with a secured future, by removing them from poverty for a life time, with educational support, shelter, food, and job placement.

(1) The purpose for which the Corporation is organized and operated is 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. Such purposes shall include the following:

(a) Men, women and children are set free from poverty and build/maintain a secured future.

(2) As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.
- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credits.
- (c) To acquire, own, lease, mortgage and dispose of property both real and personal.
- (d) To accept property and donations in trust for religious or charitable purposes.

(3) The property of the Corporation is irrevocable dedicated to religious, educational and charitable purposes, and no part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes.

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

(b) The Corporation shall not:

- (1) Operate for the purpose of carrying on a trade or business for profit;
- (2) Accumulate income, invest income, or divert income, in a manner endangering its exempt status; or
- (3) Except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE IV

MANNER OF ELECTION

Directors and officers shall be elected as set forth in the Corporation's Bylaws.

ARTICLE V

BOARD

This Corporation shall have four (4) board members. This number is subject to change and may increase or decrease from time to time. The name and street address of the board members of this Corporation are:

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Brandon L. Boldes – 750 S. Orange Blossom Trail, Orlando, FL 32808, Title: President, Treasurer, Executive Director

Kahlea Mott — 750 S. Orange Blossom Trail, Orlando, FL 32808, Title: Vice President, Treasurer, Director

Phi Yoba — 750 S. Orange Blossom Trail, Orlando, FL 32808, Title: Secretary

Anderle Brown, Jr. — 750 S. Orange Blossom Trail, Orlando, FL 32808, Title: Secretary

ARTICLE VI

REGISTERED AGENT AND OFFICE

The name and address of the registered agent shall be as follows:

Brandon L. Boldes – 18 W. Bass Street Kissimmee, FL 34741

ARTICLE VII

INCORPORATOR

The name and street address of the Incorporator is:

Brandon L. Boldes – 750 S. Orange Blossom Trail, Orlando, FL 32808

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board Members.

ARTICLE IX

INDEMNIFICATION

This Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this Corporation.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities nor permitted to be carried on:

(1) By a corporation/organization exempt from Federal income tax under Section 501(C)(3) of the I.R.S. Code (or corresponding section of the any future Federal tax code) or

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(2) By a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the I.R.S. Code (or corresponding section of any future Federal tax code.)

(b) Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code, or 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.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

BRANDON L. BOLDES 05/02/2016

Electronic Signature Incorporator /Date

BRANDON L. BOLDES, P/TR/ED

Print Name/Title

Having been named as registered agent to accept services of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

BRANDON L. BOLDES

Electronic Signature/Registered Agent

BRANDON L. BOLDES 05/02/2016

Print Name/Date

The date of each amendment(s) adoption: 05/02/16, if other than the date this document was signed.

Effective date if applicable: 05/02/2016
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 05/02/2016

Signature Dr. Brandon L. Boldes MD PhD
(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)

BRANDON L. BOLDES

(Typed or printed name of person signing)

PRESIDENT/TREASURER/EXECUTIVE DIRECTOR

(Title of person signing)