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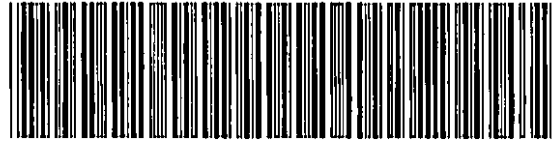
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2020 JUN 15 PM 5:39

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COVER LETTER

TO: Amendment Section
Division of Corporations

ATTN: Querida Moore

RE: [illegible]

2023 JUN 15 PM 7:18

NAME OF CORPORATION: SEEK 2 SOAR OUTREACH, INC.

DOCUMENT NUMBER: N13000003060

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

Please return all correspondence concerning this matter to the following:

DR. SHAMARA L. BYRD

(Name of Contact Person)

SEEK 2 SOAR OUTREACH, INC.

(Firm/ Company)

820 MILANO CIRCLE, APT. 202

(Address)

BRANDON, FLORIDA 33511

(City/ State and Zip Code)

INFO@SEEK2SOAROUTREACH.COM

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

For further information concerning this matter, please call:

DR. SHAMARA L. BYRD

305

613-4873

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:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

FILED

2020 JUN 15 PM 5:39

SEEK 2 SOAR OUTREACH, INC.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N13000003060

(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:

BYRD'S NEST OUTREACH, INC.

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)

820 MILANO CIRCLE, APT 202

BRANDON, FL 33511

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

820 MILANO CIRCLE, APT 202

BRANDON, FL 33511

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: N/A

New Registered Office Address:

(Florida street address)

N/A

(City)

Florida

(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.

N/A

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

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

(attach additional sheets, if necessary). (Be specific)

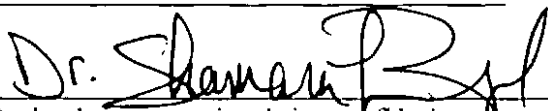
PLEASE SEE ATTCHED AMENDED ARTICLES.

☐ 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 MAY 9, 2020

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)

DR. SHAMARA L. BYRD

(Typed or printed name of person signing)

P/CEO

(Title of person signing)

Byrd's Nest Outreach, Inc.

AMENDED – May 9, 2020

The undersigned, incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

1.01 NAME

The name of this corporation shall be Byrd's Nest Outreach, Inc. The business of the corporation may be conducted as Byrd's Nest Outreach, Inc.

ARTICLE II

2.01 DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

3.01 PURPOSE

Byrd's Nest Outreach, (BNO) Inc. is a faith based, Non-Profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The purpose for which Byrd's Nest Outreach, Inc. exist is to reduce homelessness and improve the quality of life among pregnant or parenting individuals with school aged children who experienced a traumatic life event by removing barriers to obtaining permanent housing, economic independence, and equal access to educational services for their children. The goals of our services are to Educate, Encourage, and Equip.

To ensure our mission is accomplished, we will offer Emergency Housing, Parenting and Life Skills Training, Academic Enrichment, Tutoring, Workforce Readiness Training, Financial Literacy Workshops, Educational Advocacy Training, Case Management, and other Supportive Services. More specifically, through Byrd's Nest Emergency Housing, pregnant and parenting individuals will have interim housing stability and support during their time of transition while working towards obtaining permanent housing. To facilitate our Parenting, Life Skills, Workforce Readiness, and Financial Literacy Trainings, Shaping Our Attitude and Relationships (SOAR) Program has been developed. Our service delivery model is based upon the core principles of Trauma Informed Care (safety, trustworthiness and transparency, peer support, collaboration, empowerment, and humility and responsiveness.

Byrd's Nest Outreach, Inc. shall not be conducted or operated for profit and no part of the net earnings of Byrd's Nest Outreach, Inc. shall inure to the benefit of any individual, nor shall any of the profits or assets of Byrd's Nest Outreach, Inc. be used other than for the purposes of Byrd's Nest Outreach, Inc.

ARTICLE IV

4.01 NON-PROFIT NATURE

Byrd's Nest Outreach, Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code.

No part of the net earnings of Byrd's Nest Outreach, Inc. shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that Byrd's Nest Outreach, Inc. 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 the purpose clause in Article 3.01 hereof.

No substantial part of the activities of Byrd's Nest Outreach, Inc. shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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.

Notwithstanding any other provision of this document, Byrd's Nest Outreach, Inc shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4.02 PERSONAL LIABILITY

No officer or director of Byrd's Nest Outreach, Inc. shall be personally liable for the debts or obligations of Byrd's Nest Outreach, 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 Byrd's Nest Outreach, Inc.

Byrd's Nest Outreach, Inc. shall indemnify any director, officer, or former director or officer of Byrd's Nest Outreach, Inc. or any person who may have served at its request against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been an officer or director of Byrd's Nest Outreach, Inc., except in relation to matters as to which he or she is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of his or her duty to Byrd's Nest Outreach, Inc.

4.03 DISSOLUTION

Upon termination or dissolution of Byrd's Nest Outreach, 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 organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Byrd's Nest Outreach, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Byrd's Nest Outreach, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Byrd's Nest Outreach, 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 organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

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 Florida to be added to the general fund.

4.04 PROHIBITED DISTRIBUTIONS

No part of the net earnings, or properties of Byrd's Nest Outreach, Inc. on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.05 RESTRICTED ACTIVITIES

No substantial part of Byrd's Nest Outreach, Inc. activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Byrd's Nest Outreach, Inc. 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.

4.06 PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, Byrd's Nest Outreach, Inc. 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 V

5.01 BOARD OF DIRECTORS

Subject to the limitations contained in these Articles of Incorporation, and to the provisions of law requiring corporate action to be exercised, authorized, or approved by the members of Byrd's Nest Outreach, Inc., all the lawful powers of Byrd's Nest Outreach, Inc. shall be vested in and exercised by or under the authority of the board of directors, and the business and affairs of Byrd's Nest Outreach, Inc. shall be conducted and controlled by such board.

5.02 INITIAL DIRECTORS

The initial directors of Byrd's Nest Outreach, Inc. shall be 5(five).

1. Dr. Shamara L. Byrd – CEO/President – 820 Milano Circle, #202, Brandon, FL 33511
2. Katrina Anderson -Vice President –389 Weatherstone Place, Alpharetta, GA, 30004
3. Nikki Baker – CFO/Treasurer- 7077 Woodmont Avenue, Suite 416, Bethesda, MD 20815
4. Melissa Allen – Director -16116 Bridge Crossing Drive, Lithia, FL, 33547
5. ShaRen C. Wray - Secretary – 13909 Collier Rock Place, Riverview, FL 33578

ARTICLE VI

6.01 MEMBERSHIP

The Membership of Byrd's Nest Outreach, Inc. shall have no members.

ARTICLE VII

7.01 MANNER OF ELECTION

The business and affairs of Byrd's Nest Outreach, Inc. shall be managed and directed by a Board of Directors, which shall be comprised of not fewer than three (3) nor more than five (5) Directors. The duties of the Directors and the manner in which the Directors shall be elected shall be set forth in the bylaws.

ARTICLE VIII

8.01 AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the Board of Directors.

ARTICLE IX

9.01 ADDRESSES OF THE CORPORATION

The physical address of the corporation is: **820 Milano Circle, #202, Brandon, FL 33511.**

The mailing address of the corporation is: **820 Milano Circle, #202, Brandon, FL 33511.**

ARTICLE X

10.01 THE REGISTERED AGENT

The registered agent of the corporation is **Dr. Shamara L. Byrd** and the registered street address is **820 Milano Circle, #202, Brandon, FL 33511.** I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligation of my position as registered agent.

Dated: May 9, 2020

Registered Agent See attached

ARTICLE XI

11.01 THE INCORPORATOR

The incorporator of Byrd's Nest Outreach, Inc. is **Dr. Shamara L. Byrd** and the incorporator street address is **820 Milano Circle, #202, Brandon, FL 33511.**

Dated May 9, 2020.

Incorporator See attached