

N130000003856

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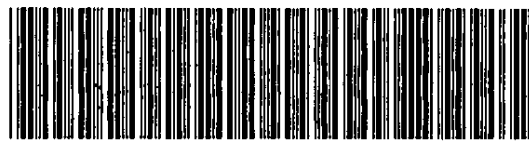
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAY -7 AM 11:30

Amend
(1a) 5/9/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE NEXT RIGHT THING NETWORK, INC.

DOCUMENT NUMBER: N13000003856

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

Please return all correspondence concerning this matter to the following:

J. Beauregard Parker

(Name of Contact Person)

J. Beauregard Parker ,P.A.

(Firm/ Company)

1900 NW Corporate Blvd., Suite 301W

(Address)

Boca Raton, Florida 33431

(City/ State and Zip Code)

beau@jbarkerlaw.com

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

For further information concerning this matter, please call:

J. Beauregard Parker

(Name of Contact Person)

at (561) 997-0204

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

THE NEXT RIGHT THING NETWORK, INC.

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

N13000003856

(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:

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)

See attached Amended Articles

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

See attached Amended Articles

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: See attached Amended Articles

(Florida street address)

New Registered Office Address:

(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.

Signature of New Registered Agent, if changing

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DIVISION OF CORPORATIONS
13 MAY -7 AM 11:30

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHED AMENDED ARTICLES OF INCORPORATION

**AMENDED ARTICLES OF INCORPORATION
OF
THE NEXT RIGHT THING NETWORK, INC.**

PREAMBLE

We, the undersigned, hereby organize ourselves as a not-for-profit corporation under Chapter 617 of the Florida Statutes.

**ARTICLE I
NAME**

The name of this non-for-profit corporation shall be: **THE NEXT RIGHT THING NETWORK, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The place in this state where the principal office of the Corporation is to be located at: 5091 Washington Road, Delray Beach, Florida 33434, Palm Beach County, Florida.

**ARTICLE III
PURPOSE**

1. Said corporation is organized exclusively for charitable and educational purposes in support of the alleviation of chronic homelessness due to addiction and in furtherance thereof will provide safe facilities, which may include housing, and community outreach and vocational training services. The corporation shall be subject to all applicable laws that govern exempt non-profit organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.
2. The corporation shall have the power to acquire and hold title in fee simple, in trust, or otherwise, to personal property, and to improve, encumber, sell, convey and dispose of all such property.
3. The corporation shall have the power to lease, modify, and maintain a building for purposes consistent with those required in furtherance of its purpose.
4. If, for any reason, the corporation shall cease to exist as a legal entity and its charter shall expire or be terminated, the title to all its property, shall be transferred in accordance with Article VIII hereof.

ARTICLE IV
OFFICERS

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer. The names and addresses of the persons who are the initial Officers of the corporation are as follows:

President	James Twitty 6554 Jog Estates Lane Boynton Beach, FL 33437
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Vice President	Ari Whiteman 5091 Washington Road Delray Beach, FL 33484
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Secretary/Treasurer	Stephen Wrona 2851 NE 5th Avenue Boca Raton, FL 33431
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Officers will be elected in conformance with the By-Laws to be adopted by the initial Board and approved by the membership at the first annual meeting.

ARTICLE V
BOARD OF DIRECTORS

The Board of Directors shall consist of not less than 3 or more than 19 Directors.

The names and addresses of the persons who are to serve as the initial Board of Directors until the first election are as follows:

James Twitty
6554 Jog Estates Lane
Boynton Beach, FL 33437

Ari Whiteman
5091 Washington Road
Delray Beach, FL 33484

Jose Saavedra
113 South Swinton
Delray Beach, FL 33444

Stephen Wrona
2851 NE 5th Avenue
Boca Raton, FL 33431

Brain Farrell
3825 South Lake Drive
Boynton Beach, FL 33435

The Board of Directors will be those elected in conformance with the By-Laws to be adopted by the initial Board and approved by the membership at the first annual meeting.

ARTICLE VI **BYLAWS**

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors and thereafter approved by the membership as may be provided in the Bylaws.

ARTICLE VII **PROHIBITED TRANSACTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 hereof. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempt to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distributions of statements) in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 VIII **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. This distribution will be made in favor of a similarly exempt chartered organization at the local Palm Beach County Level.

ARTICLE IX
AMENDMENTS OF ARTICLES

The Articles of Incorporation may be amended by Membership at any meeting called for that purpose provided the Amendment is approved by the members of the Board at a special meeting called for the purpose of considering amending the Articles of Incorporation, or a special meeting called for the purpose of considering amending the Articles of Incorporation, and providing that the Amendment is filed with the Secretary of State.

ARTICLE X
INDEMNIFICATION

Each and every officer and director of the corporation shall be indemnified by the corporation against all costs, expenses, and liabilities, including legal fees reasonably incurred by or imposed on such officer or director in connection with any claim, demand or proceeding to which such officer or director may become involved by reason of their being or having been an officer or director of this corporation whether or not such person is an officer or director at the time such expenses are incurred, provided however, if such officer or director is adjudged guilty of willful misfeasance or malfeasance in the performance of the duties of such officer or director, the corporation shall not indemnify any claim or proceeding, the indemnification herein provided shall be applicable only when settled and shall determine that such indemnification shall be in the best interest of the officer or director and the corporation. The corporation may purchase such insurance policies as the Board of Directors of the Corporation shall deem appropriate to provide such indemnification. The foregoing right of indemnification shall be in addition to, but not exclusive of, any and all other rights to which such officer or director may be entitled.

ARTICLE XI
RESIDENT AGENT

The resident agent of the corporation to accept service of process in this state and who shall serve until replaced by the Board of Directors of the corporation shall be:

J. Beauregard Parker, P.A.
1900 NW Corporate Boulevard, Suite 301W
Boca Raton, Florida 33431

ARTICLE XII
INCORPORATORS

The Vice President and Board member Ari Whiteman shall serve as incorporator

In witness whereof, we have hereunto subscribed our names this 29th of April, 2013

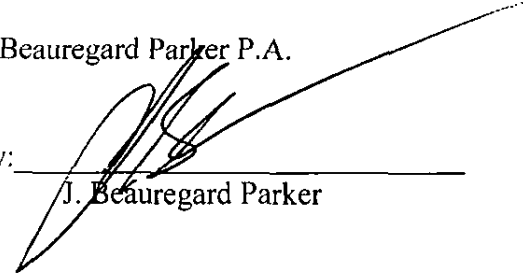


Ari Whiteman/Incorporator

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in these Articles, I am familiar with and accept the appointment as Registered Agent and to agree to act in this capacity

J. Beauregard Parker P.A.

By: _____



J. Beauregard Parker

The date of each amendment(s) adoption: _____

April 29, 2013

Effective date if applicable: _____

(no more than 90 days after amendment file date)

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

April 29, 2013

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)

Ari Whiteman

(Typed or printed name of person signing)

Vice President/Incorporator

(Title of person signing)