

Amended  
Restated  
@ 12/30/14

☆ "Amend and Reinstate" Articles of Incorporation  
**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Hope Impact Center, Inc.

DOCUMENT NUMBER: N13 00000 4247

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

Please return all correspondence concerning this matter to the following:

Dan Carless Jr.  
(Name of Contact Person)

Hope Impact Center, Inc.  
(Firm/ Company)

PO BOX 10117  
(Address)

Tampa, FL 33679  
(City/ State and Zip Code)

dan.carlessjr@gmail.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dan Carless Jr at 727 278-9246  
(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 checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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 Reinstated Articles of Incorporation for HOPE IMPACT CENTER, INC.**

**Article 1- Name**

The name of the Corporation is as follows: HOPE IMPACT CENTER, INC. (Hereinafter referred to as the "Corporation")

**Article 2- Address**

The address of the principle office of the Corporation is: 5340 W. Kennedy Blvd., Suite #625, Tampa, Hillsborough County, Florida, 33609. The mailing address of the Corporation is: P.O. Box 10117, Tampa, Florida 33679.

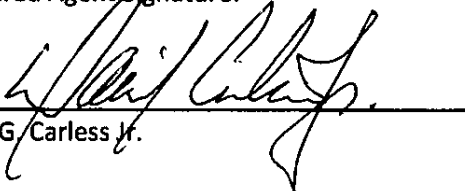
**Article 3- Registered Agent and Address**

The name and Florida street address of the registered agent is:

Daniel G. Carless Jr.  
5340 W. Kennedy Blvd., Suite #625  
Tampa, Florida 33609

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature:

X   
Daniel G. Carless Jr.

FILED  
SECRETARY OF STATE  
14 DEC 23 PM 3:02

**Article 4- Not For Profit**

The Corporation is a not for profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. S 501 (c) (3) (referred to below as 'code'). If the Corporation ever has members, no member shall have any vested right, interest of privilege in or to the assets, income or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. S 501(c) (3).

#### **Article 5- Duration**

The duration of the Corporation is perpetual unless dissolved to law.

#### **Article 6- Purposes**

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) to educate, teach, and other services which may include a ministry center to individuals and families within the community for their well-being and in order to create strategic partnerships between individual and corporate volunteers and organizations that work toward community well-being and that provide critical services to the community. The Corporation will be available to provide various services to individuals, families, and organizations within the community. The Corporation may also provide other services in the area of community well-being as determined by the Corporation's board of directors and that further the Corporation's charitable and educational purposes.

To promote overall health and wellbeing in a holistic manner in our local communities, we will also focus on the need for participants and recipients to have adequate housing in which a nurturing family environment can exist. We intend to be agents of change ourselves to underserved communities by establishing partnerships with local developers to foster the development and management of affordable housing, which will allow continuing and more dynamic influence at a core level and not just an outside programmatic benefit. We will operate under the tenet that quality influencers coupled with a safe and nurturing home environment can be transformational both socially and economically for distressed neighborhoods like the ones we intend to serve.

Over time we will seek to create and strengthen partnerships with existing organizations and new organizations within the community to be a part of a redistribution of energy for the purpose of meaningful and lasting change. Our work with individuals and children will also lead to work with families as a whole in the provision of services and resources.

#### **Article 7- Powers**

Solely for the above purposes, the Corporation shall have the following powers:

- A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expand, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

- B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.
- C. To do any other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.

#### **Article 8- Limitations**

- 1. The Corporation will distribute its income for each tax year at such a time and in such a manner as not to become subject to the tax on undistributed income imposed by 26 U.S.C.A. 4942, or the corresponding section of any future federal tax code.
- 2. The Corporation will not engage in any act of self-dealing as defined in 26 U.S.C.A. 4943 (c), or the corresponding section of any future federal revenue code.
- 3. The Corporation will not retain any excess business holding as defined in 26 U.S.C.A. 4943 (c), or the corresponding section of any future federal tax code.
- 4. The Corporation will not make any investments in such manner as to subject it to tax under 26 U.S.C.A. 4944, or the corresponding section of any future federal tax code.
- 5. The Corporation will not make any taxable expenditure as defined in 26 U.S.C.A. 4945(d), or the corresponding section of any future federal revenue code.
- 6. No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the Corporation ever has any), directors or officers, but 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 6 (Purposes) of these Articles.

#### **Article 9- Tax Exempt Status**

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. 501(a) as an organization described in 26 U.S.C.A. 501(c)(3). These articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. 501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

#### **Article 10- Dissolution**

On the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, scientific or educational purposes in such manner to such directors shall

determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the above purposes of the Corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a 'qualified organization' only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. 170(c)(1) or 26 U.S.C.A. 170(c)(2)(b)(b) and it described in 26 U.S.C.A. 509a1, (2) or (3).

**Article 11- Initial Officer(s) and/or Director(s) of the Corporation is/are:**

Title: President  
Daniel G. Carless Jr.  
5340 W. Kennedy Blvd. #625  
Tampa, FL 33609

Title: Vice President  
Daniel G. Carless Sr.  
5537 Prima Ln.  
Colorado Springs, CO 80924

Title: Secretary  
Julia Lee  
2910 N. Shoreview Pl.  
Tampa, FL 33602

Title: Director  
Bobby Petrocelli  
P.O. Box 8598  
Madera Beach, FL 33738

Title: Director  
Justin Strecker  
949 Carrs Creek Rd.  
Townsend, TN 37882

Title: Director  
Evan Carlson  
7355 N. Oracle Rd.  
Tucson, AZ 85704

The manner in which director(s) and/or officer(s) are elected or appointed is:

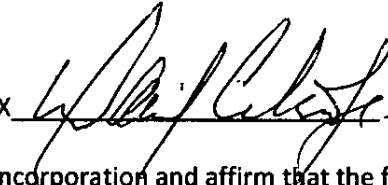
As provided for in the bylaws.

**Article 12- Incorporator**

The name and address of the incorporator is:

Daniel G. Carless Jr.  
5340 W. Kennedy Blvd. #625  
Tampa, FL 33609

Signature of the Incorporator:

x 

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. I understand the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

**Article 13- Bylaws**

The bylaws of the Corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

**Article 14- Amendment**

The Corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

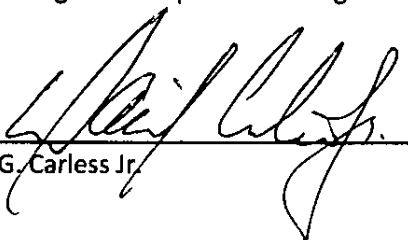
**Article 15- Indemnification and Civil Liability Immunity**

The Corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

**Article 16- Commencement of Corporate Existence**

The date when corporate existence shall commence is the date of filing of these articles of incorporation with the Florida Department of State.

The undersigned incorporator has signed these articles of incorporation on Dec 19<sup>th</sup>, 2014.

x   
Daniel G. Carless Jr.

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

Effective date if applicable: N/A  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

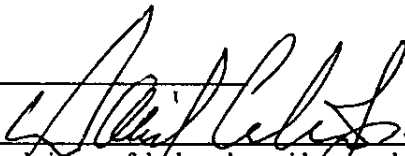
☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ 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

12/19/14

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)

Daniel G. Carless Jr.

(Typed or printed name of person signing)

President

(Title of person signing)