

71300000 5942

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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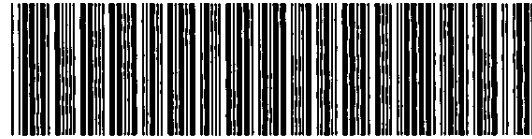
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07/09/13--01011-018 \$35.00

JUL 15 2013

T. LEMIEUX

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Naples Asian Professionals Association Foundation,
Incorporated
DOCUMENT NUMBER: IN 13000005942

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

Please return all correspondence concerning this matter to the following:

Kim Chen

(Name of Contact Person)

(Firm/ Company)

2375 Tamiami Trail N Ste 110
(Address)

Naples, FL 34103
(City/ State and Zip Code)

kchen @ rwhsgcpa.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kim Chen

(Name of Contact Person)

at (239) 262-1040

(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

Naples Asian Professional Association Foundation, Incorporated
(Name of Corporation as currently filed with the Florida Dept. of State)

N13000005942

(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:

Naples Asian Professionals Association Foundation, Incorporated
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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

(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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TALLAHASSEE, FLORIDA

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 checked="" 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)

see attached.

The date of each amendment(s) adoption: 6/30/13

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 7/2/13

Signature Kim Chen
(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)

Kim Chen
(Typed or printed name of person signing)

Incorporator
(Title of person signing)

ARTICLES OF INCORPORATION
FOR THE
NAPLES ASIAN PROFESSIONALS ASSOCIATION FOUNDATION

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

ARTICLE I: NAME: The name of the Corporation (which is hereafter called the "Corporation") shall be:

NAPLES ASIAN PROFESSIONALS ASSOCIATION FOUNDATION, INCORPORATED

ARTICLE II: PRINCIPAL OFFICE: The post office address of the principal office of the Corporation in this State is P.O. Box 413005, PMB #4, Naples, Florida 34101-3005.

ARTICLE III: PURPOSE: Said Corporation is organized exclusively for charitable, non-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..

- (1) The Corporation is organized and operated solely for purposes that are beneficial to the public interest of Asian residents of Florida's Collier and Lee counties.
- (2) Public interest activities of the Corporation may include:
 - a. Relief of the poor, the distressed, or the underprivileged,
 - b. Advancement of education or science,
 - c. Erection or maintenance of public buildings, monuments, or works,
 - d. Lessening the burdens of government,
 - e. Lessening of neighborhood tensions,
 - f. Elimination of prejudice and discrimination,
 - g. Defense of human and civil rights secured by law, and
 - h. Combating community deterioration and juvenile delinquency.
- (3) The Corporation may also do anything permitted and/or required by the Florida General Corporation Law, as amended from time to time.
- (4) 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 (2) hereof. No substantial part of the activities of the Corporation

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.

- (5) 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.
- (6) 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.

ARTICLE IV: MANNER OF ELECTION: The number of directors of the Corporation shall initially be two (2), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than two (2). The names of the Directors who shall act until the first annual meeting or until his successor are duly elected and qualified are: Dr. Colin Feng and Kim Chen

ARTICLE V: INITIAL OFFICERS: The Corporate officers shall be elected by the Corporation membership consisting of the Asian and Asian-American residents of two Southwest Florida counties, Collier and Lee, who are active members of the Corporation in accordance with the Corporation By-Laws at least thirty days prior to the date of the election. The elected Corporation officers shall include:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer

ARTICLE VI: INITIAL REGISTERED AGENT: The name and post office address of the Resident Agent of the Corporation in this State is Kim Chen, whose address is Kim Chen, P.O. Box 413005, PMB #4, Naples, Florida 34101-3005. Said Resident Agent is an individual actually residing in this State.

ARTICLE VII: INCORPORATOR: I, Kim Chen, whose address is P.O. Box 413005, PMB #4, Naples, Florida 34101-3005, being at least eighteen (18) years of age, am hereby forming a Corporation under and by virtue of the General Corporate Laws of the State of Florida.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 1st day of June, 2013
acknowledge same to be my act.

Kim Chen

Date: 6/27/13

Kim Chen / Incorporator

CONSENT OF RESIDENT AGENT

Having been named as registered agent to accept service 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.

Kim Chen

Date: 6/27/13

Kim Chen / Registered Agent