

N 13000010567

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500260207975

05/19/14--01024--014 **35.00

APPROVED
AND
FILED

14 MAY 19 PM 2:30

SECRET
FALL 2014/2015

C. LEWIS
JUN 2 2014
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CARE AMERICA.ORG, INC

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

COLLEEN HAPPENNY
(Name of Contact Person)

CARE AMERICA.ORG, INC
(Firm/ Company)

2020 NWY AIA # 207 Indian Harbour Beach, FL 32937
(Address)

(City/ State and Zip Code)

info.careamerica.org @ gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

COLLEEN HAPPENNY at (321) 610-7867
(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 &
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

Amended Articles

ARTICLES OF INCORPORATION OF CAREAMERICA.ORG, INC

Amendment to the Articles of Incorporation

N13000010567

In compliance with the requirement of Chapter 617, Florida Statutes, CAREAMERICA.ORG, Inc. hereby files these Articles of Incorporation. These articles were adopted by the Board of Directors by a unanimous vote at the meeting of the Board of Directors.

Article I.

CORPORATE NAME

The name of the corporation is CAREAMERICA.ORG, INC

Article II.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is 2020 HWY A1A, Suite 107, Indian Harbour Beach, Florida, 32937. The mailing address is 2020 HWY A1A, Suite 107, Indian Harbour Beach, Florida, 32937

Article III.

REGISTERED AGENT AND STREET ADDRESS

Joseph S Herren whose address is 2020 HWY A1A, Suite 107, Indian Harbour Beach, Florida, 32937, is hereby appointed registered agent of the Corporation

Article IV.

PURPOSE AND POWERS OF THE CORPORATION

The specific purposes for which the Corporation is organized are:

1. To provide quality help, care management, assistance and companionship for in home care and/or communal services to the very low, low and moderate income families and individuals who require these types of services.
2. To provide employment for the very low, low and moderate income persons with special emphasis and effort to hire veterans.

Article V.

Board of Directors

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 MAY 19 PM 2:30

APPROVED
AND
FILED

Section 1. The general management of the affairs of the organization shall be vested in the Board of Directors.

Section 2. Number of Directors

The number of directors shall not be less than three, which may be changed from time to time by an amendment of these By-Laws in the manner herein provided.

Section 3. Election of the Directors and Officers

The directors shall serve on the board for a two year term, at which time they may be re-elected for an additional term of one year. Any director may resign at any time by providing the remaining directors thirty (30) days prior written notice. The officers are elected annually at the annual meeting. Officers shall serve a one (1) year term. Any officer may resign at any time by providing the remaining directors thirty (30) days prior written notice. Vacancies on the board shall be filled within sixty (60) days of the event that caused the vacancy. Officers filling vacancies on the Board shall be chosen to serve until the next annual meeting of the Board.

Article VI.

The initial Directors and/or officers of CAREAMERICA.ORG, INC are as follows:

a. Colleen Happenny, President/ Director

Address of residence is: 2239 Flower Tree Circle, Melbourne, FL 32935

b. Joanne Moniz, Vice President/Director Address of residence is 20 Tanglewood Dr., East Falmouth, MA 02536

c. Debbie Hall, Secretary/Treasurer/Director Address of residence is Blue Jay Lane, Satellite Beach, FL 32937

Article VII

EXISTENCE

This corporation shall have perpetual existence.

Article VIII.

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation in such manner, and to such organization or organizations which are organized exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any assets not so

disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purpose, or to such organizations as such Court shall determine.

Article IX.

BY-LAWS

The by-laws of the Corporation may be made, altered, rescinded, added to or new by-laws may be adopted by a vote of the majority of the Board of Directors.

Article X.

AMENDMENTS TO ARTICLES OF INCORPORATION

- a. Amendments to these Articles of Incorporation may be adopted by a vote of the majority of the Board of Directors.

Article XI.

INDEMNIFICATION

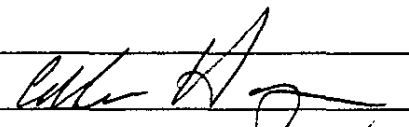
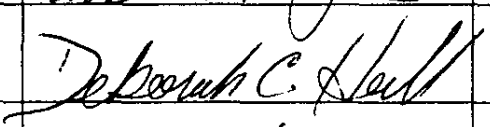
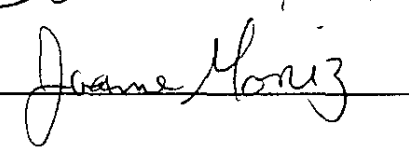
- b. Each person (including the heirs, executors, administrators, person representative, or estate of such person):
- c. Who is or was a director or officer of the Corporation;
- d. Who is or was an agent, employee or advisor of the Corporation other than a director or officer and to whom the Corporation has agreed to grant such indemnity; or
- e. Who is or was serving at the request of the Corporation as its representative in the position of a director, officer, agent or employee of another Corporation, partnership, joint venture, trust or other enterprise, and to whom the Corporation has agreed to grant such indemnity shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision, against any lien, liability, cost or expense including attorney's fees, asserted against him/her or incurred by him/her in his/her capacity as such director, officer, agent, employee, advisor or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled.

Article XII.

Bank Account

The Corporation may select a bank(s) for the purpose of opening a bank accounts. Funds in the bank account shall be withdrawn by checks signed by any designated by the Corporation.

In Witness thereof, the Partners have set their hands, the year, and the date below:

Colleen Happenny		1-24-2014
Deborah Hall		1-24-2014
Joanne Moniz		1-24-2014

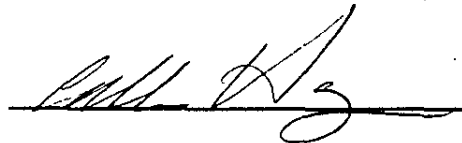
Article XIII

EARNINGS & ACTIVITIES OF CORPORATION

- a. Directors and officers will be reimbursed for reasonable expenses incurred in carryout of their duties.
- b. This Corporation shall not, as substantial part of its activities, carry on, propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.
- c. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by the Corporation exempt from Federal Income under Section 501 (c) (3) of the Internal Revenue Code of 1988 (or the corresponding provision of any future United Internal Law) or (b) by a Corporation whose contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Revenue Law).
- d. If, at any time, the Corporation becomes a private foundation as defined in Section 509 of the Internal Revenue Code of 1988v(or corresponding provision of any United States Revenue Law), the Corporation;
 1. Shall distribute income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1988 (or corresponding provisions of any United States Revenue Law).

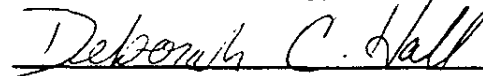
2. Shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986 (or corresponding provisions of any United States Revenue Law).
3. Shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Revenue Law).
4. Shall not make any investments in such manner as to subject it to taxes under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Revenue Law).
5. Shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Revenue Law).
6. Notwithstanding any other provision of these articles, this Corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

We, the undersigned, being the President and Secretary of this Corporation have executed these Articles of Incorporation this 24th day of January, 2014.



Colleen Happenny/President

Deborah Hall/Sec/Treasurer



We hereby are familiar with and accept the duties and responsibilities as officers for said corporation.

RECEIVED
FEB 19 2014

14 MAY 19 PM 2:30

APPROVED
FILED

The date of each amendment(s) adoption: January 24, 2014, if other than the date this document was signed.

Effective date if applicable: MARCH 31, 2014
(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 May 12, 2014

Signature [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)

COLLEEN HAPPENNY
(Typed or printed name of person signing)

PRES / Director
(Title of person signing)

APPROVED
AND
FILED
14 MAY 19 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA