



**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: American Chinese Restaurant Alliance, Inc

DOCUMENT NUMBER: N14000000455

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

Please return all correspondence concerning this matter to the following:

Benjamin M. Li

(Name of Contact Person)

Law Office of Benjamin M. Li

(Firm/ Company)

4912 Park Road

(Address)

Charlotte, NC 28209

(City/ State and Zip Code)

bli3004081@aol.com

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

For further information concerning this matter, please call:

Benjamin M. Li

(Name of Contact Person)

at ( 704 ) 527-0878

(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" 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

Articles of Amendment  
to  
Articles of Incorporation  
of

America Chinese Restaurant Alliance, Inc

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

N14000000455

(Document Number of Corporation (if known))

FILED  
2015 JAN 20 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

N/A

*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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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

(Florida street address)

New Registered Office 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.*

\_\_\_\_\_  
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 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 checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>President</u>	<u>Rui Zhao</u>	<u>1700 W. New Haven Ave Ste 633</u> <u>Melbourne FL 32904</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Byrong Huang</u>	<u>1700 New Haven Ste 633</u> <u>Melbourne FL 32904</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>SV</u>	<u>Riteng Li</u>	<u>1700 New Haven Ste 633</u> <u>Melbourne, FL 32904</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u> <u>                                  </u>

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: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: Upon filing  
(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 1-12-2015

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)

Rui Zhao  
(Typed or printed name of person signing)

President  
(Title of person signing)

#### Article VIII

The corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of sections 501( c )( 6) and 170 ( c ) (2) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws (the "Code"), including:

Promote healthy development of Chinese restaurants in the United States; protect the legal rights of the Chinese restaurants in the United States; and enhance the exchange programs among members.

The corporation shall not discriminate on the basis of race, color, religion, sex, age, or national or ethnic origin in the administration of its activities.

#### Article IX

The corporation shall have members. The Corporation shall have so many classes of membership, with such rights, privilege, and duties, as may be stated in the Bylaws.

#### Article X

The powers of the corporation shall be exercised by a Board of Directors not less than three persons, the number and method of election to be established in the bylaws.

#### Article XI

No Part of earnings of the corporation shall inure to the benefit of any directors or officer of the corporation or any person except that reasonable compensation may be paid for services rendered to or for the corporation and payments may be made in furtherance of the purpose set forth in Article III, and no directors, officer of the corporation, or any private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the dissemination of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not conduct any activities not permitted to be conducted by an organization exempt under section 501 ( c ) (6) of the Code and its related treasury Regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under section 170( c ) (20 of such Code and Regulations, as they now exit or may hereafter be amended.

#### Article XII

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes under section 501 ( c ) (6) of the Code, or to federal state, or local governments to be used exclusively for public purposes, as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by the Clerk of Superior Court of Mecklenburg County, North Carolina to such organization or organizations as the Clerk of Superior Court of Mecklenburg shall determine which are organized and operated exclusively for such purposes and at the

time quality and exempt organizations under section 501 ( c ) (6) of the Code, or to federal, state, or local governments to be used exclusively for public purposes.

#### Article XIII

These articles of Incorporation may not be amended to prevent the corporation from qualifying as an exempt organization under section 501 ( c ) (6) of the Code.