

N14000001503

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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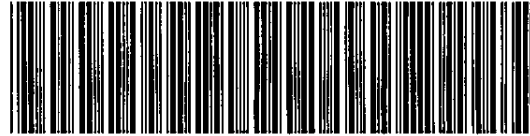
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15 MAR 21 AM 9:57
DEPARTMENT OF REVENUE
MAIL ROOM 0000A

MAR 26 2015
C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Four Letter Word, Inc.

DOCUMENT NUMBER: N14000001503

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

Please return all correspondence concerning this matter to the following:

Rayna Joy Cohen

(Name of Contact Person)

Four Letter Word, Inc.

(Firm/ Company)

12211 Garden Lake Circle

(Address)

Odessa, FL 33556

(City/ State and Zip Code)

raynajoy@fourletterword.org

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

For further information concerning this matter, please call:

Rayna Joy Cohen

(Name of Contact Person)

at (813) 523-5355

(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 &
Certificate of Status | <input checked="" 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

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

March 16, 2015

Re: Four Letter Word, Inc.
N14000001503

I enclose herewith a check in the amount of \$43.75 for the filing of the enclosed amendment to the certificate of incorporation to be filed and a certified copy returned to us.

Thank you for your prompt attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'RJ Cohen', with a long horizontal flourish extending to the right.

Rayna Joy Cohen
Chief Executive Officer
Four Letter Word, Inc.

Articles of Amendment
to
Articles of Incorporation
of

FILED

15 MAR 24 AM 9:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Four Letter Word, Inc.

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

N14000001503

(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:

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:

(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>

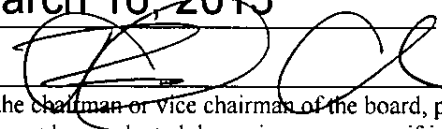
<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
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<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			_____

The date of each amendment(s) adoption: March 16, 2015, if other than the date this document was signed.

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 March 16, 2015
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)

Rayna Joy Cohen
(Typed or printed name of person signing)
Chief Executive Officer
(Title of person signing)

Articles of Amendment
to
Articles of Incorporation
of

Four Letter Word, Inc.

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

N14000001503

(Document number of corporation)

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:

AMENDMENTS ADOPTED- Article Number(s) and/or Article Title(s) being amended, added, or deleted:

Article I – Amended – Name of Corporation Restated

Article II – Amended -- Principal Office and Mailing Address

Article III – Amended -- Specific Purposes

Article V – Amended -- Officers and Directors

Articles VI – Amended -- Name and Address of Incorporator

Article VII – Amended -- Registered Agent and Registered Office

Article VIII – Added -- Powers

Articles IX – Added -- Meetings

Article X – Added -- Non Profit Nature

Article XI – Added -- Terms of Existence

Article XII – Added -- Conflict of Interest

Article XIII – Added -- Bylaws

Article XIV – Added -- Amendment of Articles of Incorporation

**AMENDED AND RESTATED ARTICLES OF
INCORPORATION**

OF

FOUR LETTER WORD, INC.

The undersigned hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Amended and Restated Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of State of Florida.

ARTICLE I

NAME

The name of this corporation shall be Four Letter Word Inc. The Business of the corporation may be conducted as Four Letter Word Inc. or Four Letter Word.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of this corporation shall be:

12211 Garden Lake Circle

Odessa, FL 33556

The mailing address of this corporation shall be:

P.O. Box 306

Odessa, FL 33556

ARTICLE III

SPECIFIC PURPOSES

Four Letter Word is organized and shall be operated exclusively for charitable and educational purposes, and for such other purposes for which an organization may be organized and operated under Section 501(c)(3) of the Internal Revenue Code of 1986, as

amended, or any statute of similar import (the "Code"). The corporation may initiate, carry on and otherwise provide direct support only for programs that have charitable or educational purposes and may make distributions for one or more of the purposes set forth in the first sentence of this Article III to organizations organized and operated exclusively for such purposes at the times of such distributions and that qualify as exempt organizations under Section 501 (c)(3) of the Code.

The purpose of Four Letter Word is to empower people to learn to provide for themselves. We provide resources and education to individuals and communities to help them build healthy self-sustainable habitats. Our vision is to harness excess resources for developing countries & impoverished communities, while empowering them with basic educational skills to become more independent in their struggle against hunger, disease, and poverty.

ARTICLE IV

ELECTED AND APPOINTED DIRECTORS

As provided for in the Bylaws.

ARTICLE V

OFFICERS AND DIRECTORS

The initial officers and/or directors of this corporation are:

Title: Chief Executive Officer

Rayna Joy Cohen

12211 Garden Lake Circle

Odessa, FL 33556

Title: Director

Garrison Cohen

12211 Garden Lake Circle

Odessa, FL 33556

Title: Director

Randy Cohen

12211 Garden Lake Circle

Odessa, FL 33556

- (a) The affairs of this corporation shall be managed by a Board of Directors who shall be elected as provided in the by-laws, and by officers who shall be appointed by the initial Officers stated in section (a) of Article V. The officers to be appointed in such fashion shall be a president, a secretary, and a treasurer, and such other officers as may be provided for in the by-laws of this corporation. The duties of the respective officers and the manner of filling vacancies in the offices of this corporation shall be as provided in the by-laws.
- (b) The number of Directors and the manner of filling vacancies in the Board of Directors shall be provided in the by-laws of this corporation. The number shall not be less than three (3) and not more than twelve (12). A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors. Meetings of the Directors may be held within or outside the state of Florida.

Salaries

No officer shall for reason of their office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the corporation for duties other than as a director or officer. The Board of Directors shall hire and fix the compensation of any and all employees who they in their discretion may determine to be necessary for the conduct of the business of the corporation.

Personal Liability

No Officer, Director, or Board member of this corporation shall be personally liable for the debts or obligations of Four Letter Word Inc. of any nature whatsoever, nor shall any of the property or assets of the officers, directors, or Board members be subject to the payment of the debts or obligations of the corporation. Officers and the Board of Directors shall have no personal liability to the Corporation for damages for breach of fiduciary duty as an Officer or Board member. This provision does not eliminate or limit the liability of an Officer or Board member for acts of omissions, which involve intentional misconduct, fraud, or a knowing violation of law.

Indemnity

The corporation shall indemnify its Officers and Directors as follows:

- (a) Every Officer and Director of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be made a party, or in which he or she may become involved, by reason of his or her being or having been a Board member, Officer, or Agent of the corporation or is or was serving at the request of the Corporation as an Officer, Board member, or Agent of the Corporation, or any settlement thereof, whether or not he or she is an Officer, Board member, or Agent at the time such expenses are incurred, except in such cases wherein the Officer, Board member or Agent is adjusted guilty of willful misfeasance or malfeasance in the performance of duties; provided that in the event of a settlement the indemnification herein shall apply only when the Executive Board approves such settlement and reimbursement as being for the best interests of the corporation.

- (b) The corporation shall indemnify any person who is or was an Officer, Board member, or Agent of the Corporation or is or was serving at the request of the Corporation as an Officer, Board member, or Agent of the Corporation, against expenses of suit, litigation or other proceedings, which is specifically permissible under applicable law.

- (c) The Board of Directors may, in its discretion, direct the purchase of liability insurance by way of implementing the provisions of this article.

ARTICLE VI

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

Rayna Joy Cohen
12211 Garden Lake Circle
Odessa, FL 33556

ARTICLE VII

REGISTERED AGENT AND RESITERED OFFICE

The registered agent of this corporation shall be Rayna Joy Cohen, and the registered office of this corporation shall be 12211 Garden Lake Circle, Odessa, Florida 33556. This corporation shall have the right to change such registered agent and registered office as provided by law.

ARTICLE VIII

POWERS

- (a) This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, and educational purposes for which this corporation is organized.
- (b) This corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:
 - (1) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or
 - (2) As a corporation contributions to which are deductible under Section 170(c)(2) of the Code.
- (c) Notwithstanding any other provisions of these Articles of Incorporation, all of this corporation's income for each of its taxable years shall be distributed at such time and in such manner as will not subject this corporation to tax under Section 4942 of the Code.
- (d) Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not:
 - (1) Engage in any act of self-dealing (as defined in Section 4941(d) of the Code);
 - (2) Retain any excess business holdings (as defined in Section 4943(c) of the Code);
 - (3) Make any investments in such manner as to subject this corporation to tax under Section 4944 of the Code; or
 - (4) Make any taxable expenditures (as defined in Section 4945(d) of the Code).
- (e) This corporation will not endorse any political campaign on behalf of or in opposition to any political candidate for public office.
- (f) This corporation will not engage in any form of lobbying, or publish or distribution of statements in behalf of any candidate.

ARTICLE IX

MEETINGS

- (a) The Annual Meeting and election of officers shall be held each year in April, the time, date, and place shall be determined by the Executive Board.
 - (1) The Secretary shall cause to be mailed to every member in good standing at their address as it appears in the membership roll in this organization a notice telling the time and place of such annual meeting.
- (b) Regular meetings of this organization shall be held as deemed by the President.
- (c) The President may call special meetings of this corporation when they deem it for the best interest of the corporation. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting and by whom it was called. At the request of a simple majority of the executive Board or a simple majority of the members of the corporation, the President shall cause a special meeting to be called, but such request must be made in writing at least fifteen (15) days before the requested schedule date. No other business but that specified in the notice may be transacted at such special meeting without majority consent of those present at such meeting.
- (d) A quorum will be constituted by those members present, excluding the members of the Executive Board.
- (e) At all meetings, except for the election of Officers and the Executive Board, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

ARTICLE X

NON PROFIT NATURE

It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income there from principal thereof exclusively for the active conduct of its charitable or educational purposes directly or through one or more grantee organizations.

Notwithstanding any other provisions of the Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under section 501(c)(3) of the Code or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

Prohibited Distributions

No part of the net earnings of this corporation shall inure to the benefit of any Member, Director, or Officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no Member, Director, or Officer of this corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Dissolution

Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations that then would qualify for exemption from federal income taxation under 501(c)(3) of the Code and the regulations issued thereunder, and no Member, Director, or Officer or private individual shall be entitled to share in the distribution of any of the assets.

ARTICLE XI

TERMS OF EXISTENCE

The term for which this corporation is to exist shall be perpetual.

ARTICLE XII

CONFLICT OF INTEREST

Purpose

The purpose of this conflict of interest policy is to protect this tax exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Definitions

- (a) **Interested Person.** Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.
- (b) **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
- (1) An ownership or investment interest in any entity with which the corporation has a transaction or arrangement,
 - (2) A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
 - (3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Avoidance Procedures

- (a) **Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of

committees with governing board delegated powers considering the proposed transaction or arrangement.

- (b) **Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- (c) **Procedures for Addressing the Conflict of Interest.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. Inconformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

- (d) **Violations of the Conflicts of Interest Policy.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action

Records of Board and Board Committee Proceedings

The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the

financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE XIII

BY-LAWS

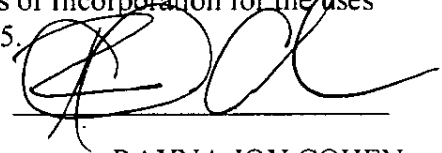
The by-laws of this corporation may be made, altered, amended, or repealed and new by-laws may be adopted from time to time by a majority vote of the Directors of this corporation.

ARTICLE XIV

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles may be amended by resolution adopted by the majority vote of the directors of this corporation present at any meeting duly called and convened; provided, however, that unless ten days' advance notice of amendment or amendments to be considered at such meeting shall have been given in writing by mail to each director prior to such meeting, or such notice shall have been waived in writing, these Articles may be amended only by resolution adopted by two-thirds vote of the directors present at such meeting.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed this 16th day of March, 2015.



RAYNA JOY COHEN,
Chief Executive Officer

The date of adoption of the amendment(s) was: March 16, 2015

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 was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

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.)

RAYNA JOY COHEN

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

FILING FEE: \$35