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DIVISION OF CORPORATIONS
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Amend
@ 4.15.15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Experienced Professionals Impacting Communities Corp

DOCUMENT NUMBER: N14000002378

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

Please return all correspondence concerning this matter to the following:

Marlon E. Bryan

(Name of Contact Person)

Law Offices of Marlon E. Bryan, P.A.

(Firm/ Company)

5701 Sheridan Street

(Address)

Hollywood, FL 33021

(954) 322-4408

(City/ State and Zip Code)

corporate@umentors.com

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

For further information concerning this matter, please call:

Andrew J. Donaldson, Sr. at **786** **255-6101**

(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



RECEIVED

15 APR 15 AM 11:19

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

March 26, 2015

MARLON E. BRYAN
LAW OFFICES OF MARLON E. BRYAN, P.A.
5701 SHERIDAN STREET
HOLLYWOOD, FL 33021

SUBJECT: EXPERIENCED PROFESSIONALS IMPACTING COMMUNITIES
CORP
Ref. Number: N14000002378

We have received your document for EXPERIENCED PROFESSIONALS IMPACTING COMMUNITIES CORP and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The last page of the amendment is missing, which contains the manner in which the amendment was adopted along with the date of adoption and the type printed title of the person signing the form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 915A00006041

Articles of Amendment
to
Articles of Incorporation
of

Experienced Professionals Impacting Communities Corp

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

N14000002378

(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:

ANDREW J. DONALDSON, SR

15757 PINES BLVD SUITE 185

(Florida street address)

New Registered Office Address:

PEMBROKE PINES

(City)

Florida

33027

(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.

See Attachment

Signature of New Registered Agent, if changing

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DIVISION OF CORPORATIONS
2015 APR 13 PM 2:14:55

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHMENT

ARTICLE I - N/A

ARTICLE II - N/A

ARTICLE III - CHANGE

ARTICLE IV - CHANGE

ARTICLE V - CHANGE

ARTICLE VI - CHANGE

ARTICLE VII - CHANGE

ARTICLE VIII - DELETE

AMENDED ARTICLES OF INCORPORATION

OF

Experienced Professionals Impacting Communities Corp.
(Not-For-Profit Corporation)

ARTICLE I

The name of the Corporation shall remain the same as:

Experienced Professionals Impacting Communities Corp.

ARTICLE II

The principal place of business of the Corporation:

15757 Pines Blvd. Suite 185
Pembroke Pines, Florida 333027

The mailing address of the Corporation:

15757 Pines Blvd. Suite 185
Pembroke Pines, Florida 333027

ARTICLE III

3.1 The Experienced Professionals Impacting Communities Corp. shall also be known as E.P.I.C. Corp.

The Corporation is formed for the benefit of, to perform the functions of, or the carrying out of the purposes of United Mentors, LLC. It is organized for charitable and educational purposes for the counseling and the life skill mentorship of United Mentors, LLC, as provided by and which qualifies it as an exempt organization under section 501 (c) (3) of the Internal Revenue Cod, or the corresponding section of any future federal tax code.

The Corporation shall have the power and authority:

- (i) to receive assistance, money (as grants, membership dues or otherwise), real or personal property and any other forms of contributions, gifts, bequests or devises from any person, firm or corporation to be utilized in the furtherance of the purposes of the Corporation;
- (ii) to enter into agreements or contracts for contributions to the Corporation for its objectives and purposes, subject to the bylaws of the Corporation;

(iii) to distribute, in the manner, form and method, and by the means determined by the Board of Directors, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its objectives and purposes;

(iv) to purchase, acquire, own, hold, guarantee, sell, design, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of indebtedness or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage or otherwise dispose of any real estate; and as the owner of any such real or personal property, to exercise all rights, powers and privileges of ownership.

All of the above and foregoing are to be construed both as objectives and powers, and it is expressly provided that the enumerated shall not be held to limit or restrict in any manner the general powers of the Corporation. Subject to the limitations set forth below, the Corporation may do all things requisite and necessary, proper and desirable to carry out and further its purposes; and in general, has all the privileges, immunities and benefits not required to be stated specifically in these Articles, for which corporations may be incorporated under Chapter 617 of the Florida Statutes, which is the Florida Not for Profit Corporation Act.

3.2 Notwithstanding any other provision of these Articles of Incorporation:

(a) The Corporation shall not be operated for profit. It may only engage in activities that may be carried on by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code and by a corporation to which contributions are deductible under Sections 170 (c), 2055, and 2522 of the Internal Revenue Code. To the extent consistent with Section 501 (c) (3), the Corporation may exercise any and all powers conferred upon non-profit corporations by Chapter 617 of the Florida Statutes.

(b) 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 Three 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. 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.

3.3 The Corporation is organized pursuant to Chapter 617 of the Florida Statutes and does not contemplate pecuniary gain or profit; it has no capital stock and is not authorized to issue capital stock.

3.4 In accordance with section 617.0834 of the Florida Statutes, no loans shall be made by the Corporation to its directors or officers.

3.5 The term of the Corporation shall be perpetual and shall commence its corporate existence on the date of filing by the Secretary of the State of Florida.

ARTICLE IV

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 V

5.1 The manner in which directors for the Corporation's Board of Directors are elected or appointed shall be set forth in the bylaws of the Corporation.

5.2 All voting power, including, without limitation, power to vote on amending the Articles of Incorporation, is vested in the Board of Directors of the Corporation. The number of directors constituting the initial Board of Directors is three. The names and addresses of those people who are to serve as the initial Directors are:

1. **Andrew J. Donaldson**
15757 Pines Blvd., Suite 185
Pembroke Pines, FL 33027
2. **Jade Donaldson**
15757 Pines Blvd., Suite 185
Pembroke Pines, FL 33027
3. **Yvonne Donaldson**
2005 SW 101 Lane
Miramar, FL 33025

5.3 The internal affairs of the Corporation shall be regulated by the Board of Directors according to the Corporation's bylaws. The power to make, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

5.4 The manner of termination of membership in the Corporation shall be set forth in the bylaws of the Corporation.

ARTICLE VI

The name and Florida street address of the initial Registered Agent is:


Andrew J. Donaldson
15757 Pines Blvd., Suite 185
Pembroke Pines, FL 33027

ARTICLE VII

The name and address of the Incorporator is:

Andrew J. Donaldson
15757 Pines Blvd., Suite 185
Pembroke Pines, FL 33027

IN WITNESS WHEREOF, the undersigned director has executed these Amended Articles of Incorporation this 23 day of December, 2014



Andrew J. Donaldson

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZATION UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

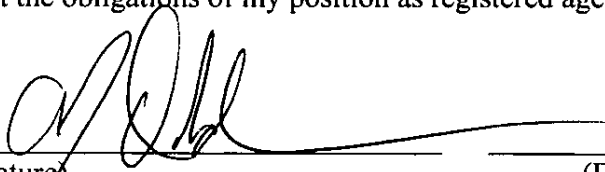
1. The name of the corporation is:

Experienced Professionals Impacting Communities Corp.

2. The name and address of the registered agent and office is:

Andrew J. Donaldson
15757 Pines Blvd., Suite 185
Pembroke Pines, FL 33027

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Signature) 12/23/14

(Date)

DIVISION OF CORPORATION, P.O BOX 6327, TALLAHASSEE, FL 32314

The date of each amendment(s) adoption: 12/23/2014, 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 12/10/15

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)

Andrew J. Donaldson
(Typed or printed name of person signing)

President and Director
(Title of person signing)