

**N14000007574**

Florida Department of State  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
TOPLESS EVENTS, INC.**

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## **AMENDED ARTICLES OF INCORPORATION**

of

### **TOPLESS EVENTS INC. (Document No. N1400007574)**

Pursuant to the provisions of section 617.1006, Florida Statutes, Topless Events Inc. adopts the following amendment to its Articles of Incorporation, filed August 13, 2014. The Articles of Amendment were duly adopted by the required number of votes by the Corporation's shareholders and Board of Directors on March 6, 2015.

#### **ARTICLE I - NAME**

The name of the corporation shall be Topless Events Inc., hereinafter referred to as the "Corporation".

#### **ARTICLE II - ADDRESS**

The principal street address and mailing address of the Corporation is 1000 West Avenue PH 29. Miami Beach, FL 33139.

#### **ARTICLE III - PURPOSE**

The Corporation is organized exclusively for charitable purposes under Section 501 (c) (3) of the Internal Revenue Code, which purposes include, but are not limited to, the provision of classes, events, workshops, retreats and other support services for men and women to inspire health, wellbeing, positive body outlook and self-confidence. In furtherance of its charitable purpose, the Corporation may also make 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.

#### **ARTICLE IV - ACTIVITIES**

No part of the 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. Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

#### **ARTICLE V – BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by an initial Board of Directors comprised of three (3) directors. Thereafter, the Board of Directors shall be comprised of not less than three (3) directors, nor more than six (6) directors, the specific number of directors and the manner of their selection shall be as set forth in the Bylaws of the Corporation.

The initial directors of the Corporation shall be:

Emily Nolan  
1000 West Avenue PH 29  
Miami Beach, FL 33139

Matthew Joseph  
1000 West Avenue PH 29  
Miami Beach, FL 33139

Deborah Corbatto  
10810 Stanhope Place  
Fairfax, VA 22032

#### **ARTICLE VI – REGISTERED AGENT**

The initial Registered Agent of the Corporation shall be Emily Nolan. The address of the Registered Office is 1000 West Avenue PH 29, Miami Beach, FL 33139. The initial Registered Agent accepts this designation and agrees to comply with the provisions of Chapter 617 F.S. regarding the same.

#### **ARTICLE VII – TERMINATION**

The Corporation's duration shall commence upon the filing of these Articles with the Division of Corporations and continue in perpetual existence until terminated: (i) in accordance with the Corporation's Bylaws, or (ii) through administrative dissolution under applicable

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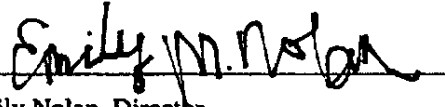
Florida law.

#### ARTICLE VIII – DISSOLUTION

Upon 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 assets not so disposed of shall be disposed of by a court of competent jurisdiction in Miami-Dade County, or such other county in which the principal office of the Corporation may be located, exclusively for such purposes or to such organizations as said Court shall determine meets the exempt purposes of Section 501 (c) (3) or other public purpose.

#### ARTICLE IX – ADOPTION

IN WITNESS WHEREOF, the undersigned Director, as a duly authorized representative of the Corporation, has set her hand on the date written below.



Emily Nolan, Director

1000 West Avenue PH 29

Miami Beach, FL 33139

03/16/2015

Date

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATION**

The undersigned hereby agrees to accept the designation of registered agent Topless Events, Inc. In this capacity, the undersigned agrees to accept service of process at the place designated in the Articles of Incorporation and comply with all the obligations and duties required by Chapter 617 F.S.

Name: Emily Nolan

Signature: Emily M. Nolan

Date: 03/16/2015