

N14000001D488

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

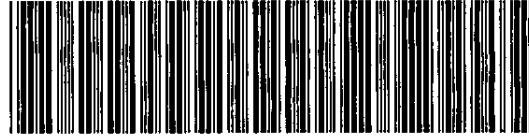
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300277205873

09/30/15--01006--010 **35.00

FILED

2015 OCT 26 AM 8:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

OCT 27 2015

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BELIZE Youth Programme Foundation, Inc

DOCUMENT NUMBER: N14000010488

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

Please return all correspondence concerning this matter to the following:

Thomas Dukes
(Name of Contact Person)

(Firm/ Company)

9335 Thomas Dukes Court
(Address)

Jacksonville, FLA 32219
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Reese Marshall, Esq. at 904 3548429
(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 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 2, 2015

REESE MARSHALL, ESQ.
REESE MARSHALL, PA
214 EAST ASHLEY STREET
JACKSONVILLE, FL 32202

SUBJECT: BELIZE YOUTH PROGRAMME FOUNDATION, INC.
Ref. Number: N14000010488

We have received your document for BELIZE YOUTH PROGRAMME FOUNDATION, INC. 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 document must state that there are no members or members entitled to vote.

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 2015 corporate annual report/uniform business report form. To reinstate, the corporation must submit a completed reinstatement application or a current corporate annual report/uniform business report form and the appropriate fees.

In order to file your document, the subject entity must first be reinstated.

The total amount due to reinstate is \$236.25.

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: 315A00020844

Articles of Amendment
to
Articles of Incorporation
of

BELIZE YOUTH PROGRAMME FOUNDATION, Inc
(Name of Corporation as currently filed with the Florida Dept. of State)

N14000010488

(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:

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)

9335 Thomas Dukes Ct.
Fort Lera 32219

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

SAME PO BOX 66033
Jacksonville, FLA 32208

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:

SAME

(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

FILED
2015 OCT 26 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<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			_____

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

ARTICLE IV Amended to make Corporation
a 501(c)(3) Corporation under the IRS Code.
ARTICLE V⁴⁰¹ Amended to make Corporation
a 501(c)(3) and provide that no part of the earnings
shall inure to the benefit of its members, trustees,
officers or others, except for services rendered
402 - EXCLUDE OFFICERS + DIRECTORS FROM
personal liability of the Corporation
403 to provide upon dissolution, that any
available be distributed to a similar qualifying 501(c)(3)
404 Prohibits any part of net earnings to
be distributed for benefit of members, directors, officers
405 Prohibits any acts to be carried out in
compliance with Section 501(c)(3) Internal Revenue Code
406 Prohibits any political activity such as
campaigns, endorse candidates

AMENDED ARTICLES OF INCORPORATION
OF
BELIZE YOUTH PROGRAMME FOUNDATION, INC.

ARTICLE I

NAME

The name of the Corporation is **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**

ARTICLE II

ADDRESS

The current address of the corporation is: 9335 Thomas Dukes Court, Jacksonville, Florida 32219.

ARTICLE III

DURATION

This Corporation shall perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV

PURPOSE

BELIZE YOUTH PROGRAMME FOUNDATION, INC., is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c) (3) of the IRS CODE, or the corresponding section of any future Federal Tax Code. The Corporation is not organized for pecuniary gain or profit and is organized under the Florida Corporations Not for Profit Code for the specific and primary purpose of operating for the advancement of youths which shall include, but be limited to:

- (1) To train youths to carry on the trade or business of builders and contractors of construction work or any kind and for the demolition of any structure;
- (2) To trains youths to carry on the trade or business of electrical and constructional engineers whether for the purpose of temporary installations during building operations or for permanent use in the buildings erected;

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

I, the undersigned, do hereby certify that the above stated Articles of Incorporation of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, were approved by the Board of Directors on **August 26, 2015**, Thursday, and constitute a complete copy of Amended Articles of Incorporation of the **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**

Signed by Incorporator and Resident Agent:


THOMAS DUKES

- (3) To train youths to acquire upon such terms as the directors think fit the fee simple or any less interest in any land from which may be extracted any substance required in the manufacture of block, brick, tile, pipes, pottery earthenware, china and similar goods;
- (4) To train youths to carry on all or any of the business of manufacturers of and dealers and workers in cement, lime, plasters, whiting, clay, gravel, sand, minerals, earth, coke, fuel, artificial stone, and builders' requisites and conveniences of all kinds, and of engineers, ship barge, lighter, and truck owners, quarry owners, builders, general contractors and carriers;
- (5) To train youths to carry on business and to act as merchants, traders, suppliers, contractors, warehouse keepers, commission agents, agents, ship owners, carriers, brokers, or in any other capacity in Belize or elsewhere, and to import, export, buy, sell, barter, exchange, pledge, make advances upon, or otherwise deal in goods, produce articles, merchandise, supplies, and movable property of every description;
- (6) To purchase or otherwise acquire and to carry on the manufacture of portable buildings for the use as offices, schools, storage or any other purpose connected with the work of builders and contractors;
- (7) To establish or acquire and carry on offices, schools, trading stations, factories, stores, and depots;
- (8) To train the youths how to purchase, or otherwise acquire, open and work mines, forest, quarries, fisheries, farms and factories, and to stock, cultivate and improve any of the lands or properties of the Organization, to sell the produce thereof and erect buildings on the said lands or elsewhere;
- (9) To train youths to construct erect, build, carry out, maintain, alter, enlarge, pull down, remove, or replace, improve, manage work. Control and superintend any building, offices, schools, factories, mills, shops, machinery, engines, reservoirs, watercourses, furnaces, hydraulic works, electrical works, refrigerator and lighting plants, warehouses, wharves, docks, piers, breakwaters, roads, ways, tramways, railways, branches or siding bridges, and other works, plant, machinery, implements, appliances and conveniences, which are necessary and convenient for the purposes of the Foundation or which may seem directly or indirectly conducive to any objects of the Foundation and to contribute to, subsidize or otherwise aid or take part in any such operations and to act as suppliers of electric current to private individuals or corporations;
- (10) To train youths how to acquire any lands, and buildings in Belize or elsewhere, and any estate or interest in, and any rights connected with any such lands and buildings;
- (11) To educate youths on how to develop and turn to account any land acquired by the Organization or in which the Company is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling down, decorating, maintaining, furnishing, fitting up and improving buildings and by planting, paving, draining,

farming, cultivating, letting on building lease or building agreement, and by advancing money to and entering into contracts and arrangements of all kinds with builders, tenants and others;

- (12) To train and educate youths on how to repair and maintain all such vehicles;
- (13) To train and educate youths on how to construct yards, garages and other buildings and facilities for the repair and maintenance of such vehicles and the storage of fuels, tires pools, parts and equipment required for the repair and maintenance of such vehicles;
- (14) To train youths on how to sell such vehicles and repair them and when the purposes of the business require;
- (15) To teach youths how to finance or assist in financing the purchase of goods, articles or commodities of every kind by way of credit sale, hire purchases or deferred payment, or similar transactions, and to subsidize, finance or assist in subsidizing or financing the purchases and maintenance of any goods or installation; to acquire and discount hire purchase or other agreements or any rights under them (whether proprietary or contractual) and generally to carry on business and to act as financiers, factors or in any other capacity in any part of the world, and import, export, buy sell, barter, exchange, pledge, charge, make advances upon otherwise deal in goods, produce and merchandise;
- (16) To train youths on how to purchase, take on lease or in exchange, or acquire, hold, manage, work, develop the resources of, and turn to account any estates, lands buildings, tenements, and other real property of every description, whether of freehold, or other tenure and whatsoever, situation, and any interests, thereon and any rights connected therewith, and all or any parts of the live or dead stock thereon and any other assets used in connection therewith and with a view thereto to enter into agreements and to carry the same into effect;
- (17) To train youths on how to buy sell, manufacture, repair, alter exchange, let on hire, export, and deal in all kinds of articles and things which may be required for the purposes of any kind of the said business, or commonly supplied or dealt in by persons engaged in any such business, or which may seem capable of profitably dealt with in connection with any of the said business;
- (18) To train youths on how to improve, manage develop, grant, rights or privileges, in respect of, or otherwise deal with, all or any part of the property and rights of the Foundation;
- (19) To train youths on how to vest any real, or personal property, rights or interest required by or belonging to the Company in any person or company on behalf of or for the benefit of the Foundation, and with or without any declared trust in favor of the Organization;
- (20) To train youth on how to operate on-line gaming other related ventures;

- (21) To train youths on how to invest and deal with monies of the Foundation not immediately required in required in any manner;
- (22) To lend and advance money or give credit to such persons or companies and on such terms as my seem expedient, and in particular to customers and others having dealings with the Foundation, and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to give guarantee and indemnities;
- (23) To borrow or raise or secure the payment of money in such manner as the Foundation shall think fit, and in particular by the issue of debentures or other means, perpetual or otherwise charge upon all or any of the Organization's property (both present and future);
- (24) To draw, make, accept, indorse, discount, execute, and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferrable instruments;
- (25) To act as guarantors for any person or firm;
- (26) To pay out of the funds of the Foundation all expenses which the Foundation may lawfully pay with respect to the formation and registration of the Foundation;
- (27) To take such steps by personal or written appeals, public meetings, or otherwise as may from time to time to deemed expedient for the purpose of procuring contributions to the funds of the Corporation in the shape of donations, annual subscriptions or otherwise;
- (28) To procure the Foundation to be registered or recognized in any foreign country or place;
- (29) To establish or promote or concur in establishing or promoting any company or companies or organizations for the purpose of acquiring all or any of the property, rights and liabilities of the company or organization for any other purpose which may seem directly or indirectly calculated to benefit the Foundation or organization;
- (30) To sell, lease mortgage, or otherwise dispose of the property, assets or undertaking of the Foundation or any part thereof for such consideration as the Foundation may see fit;
- (31) To subscribe to any local or other charities, and to grant donations for any public purpose;
- (32) To amalgamate with companies, institutions, societies or associations having objects altogether or in part similar to those of the Organization; and
- (33) To do all other things (whether similar to the foregoing or not) deemed necessary, convenient or expedient to the accomplishment of any and all of the objects aforesaid.

To maximize our impact or current exports, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) Section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the Board of Directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

(302) Public Benefit.

BELIZE YOUTH PROGRAMME FOUNDATION, INC., is designated as a public benefit corporation.

ARTICLE V

4.01 NON-PROFIT NATURE

BELIZE YOUTH PROGRAMME FOUNDATION, INC., is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 50(c)(3) of the Internal Revenue Code, or corresponding sections of any future Federal Tax Code. No part of the earnings of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on, (a) by any organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, corresponding Section of any future Federal Tax Code, or (b) by any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding Section of any future Tax Code.

BELIZE YOUTH PROGRAMME FOUNDATION, INC., is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 PERSONAL LIABILITY

No officer or director of this corporation shall be personally liable for the debts or obligations of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or

obligations of this corporation.

4.03 DISSOLUTION

Upon termination or dissolution of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, any asset lawfully available for distribution shall be distributed to one (1) or more qualifying organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, hereunder shall be selected by the discretion of a majority of the managing body of the **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, and if its members cannot agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a Court of proper jurisdiction against **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, by one or more of its managing body which verified petition shall contain such statements as reasonably indicated by the applicability of this section. The Court upon finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if applicable, to organizations located within the State of Florida.

In the event that the Court shall find that this section is applicable, but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the Court shall direct distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida, to be added to the general fund.

4.04 PROBITED DISTRIBUTORS

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, 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 III**, Section 3.01.

4.05 PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal Income Tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any Federal Tax Code.

4.06 RESTRICTED ACTIVITIES

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

5.01 GOVERNANCE

BELIZE YOUTH PROGRAMME FOUNDATION shall be governed by the Board of Directors.

ARTICLE VII

5.02 INITIAL DIRECTORS

Initial Directors:

This corporation shall have (2) Directors, constituting the Initial Board of Directors, The Bylaws shall provide the method of election of all directors, and the Board of Directors may be raised or lowered amending the Bylaws, but shall in no case be less than two (2). The names and addresses of the Initial Board of Directors of the Corporation are:

THOMAS DUKES
9335 Thomas Dukes Court
Jacksonville, Florida 32219

PRESIDENT and TREASURER

JOHN SPEER
9332 Thomas Dukes Court
Jacksonville, Florida 32219

VICE PRESIDENT and SECRETARY

ARTICLE VIII QUALIFICATIONS FOR MEMBERSHIP

6.01 MEMBERSHIP

BELIZE YOUTH PROGRAMME FOUNDATION, INC., shall have no members. The management of the affairs of the corporation shall be listed as a Board of Directors, as defined in the corporation's By-laws.

Section 1: **Qualifications and Composition.** All members shall possess Integrity, Dignity/Respect, Ethics, Loyalty, Commitment and Accountability.

- Section 2: **Meetings.** Trustee Board meetings shall be scheduled four (4) meetings per year, opr as called.
- Section 3: **Place of Meetings.** Meetings for the members shall be held at the principal place of business of the Corporation or at any other place designated by the Trustee Board.
- Section 4: **Vacancies and Termination.** A member of the Trustee Board who shall have unexcused absences from the two(2) consecutive regular meetings shall be notified of the intention of the Trustee Board to be deleted by the Board, unless confined by illness or otherwise excused. A third consecutive unexcused absence shall be considered as justification for termination from the Board.
- Section 5: **Property Rights.** Trustees shall be named as assignees or otherwise transferable to, for all real estate for the corporation, including selling the same.

ARTICLE IX. APPOINTMENT OF REGISTERED AGENT

9.01 REGISTERED AGENT

The Registered Agent of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, shall be: **THOMAS DUKES**, 9335 Thomas Dukes Court, Jacksonville, Florida 32219.

ACKNOWLEDGMENT OF CONSENT TO APPOINT AS REGISTERED AGENT

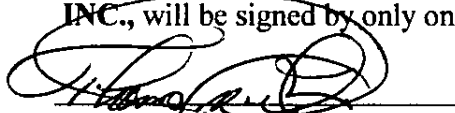
I, **THOMAS DUKES**, agree to be the Registered Agent for **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, as appointed herein.


Signature of Registered Agent

9/25/15
Date

ARTICLE X INCORPORATOR

These Articles of Incorporation of **BELIZE YOUTH PROGRAMME FOUNDATION, INC.**, will be signed by only one (1) incorporator as follows:


THOMAS DUKES
9335 Thomas Dukes Court
Jacksonville, Florida 32219

The date of each amendment(s) adoption: September 8, 2015, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)


Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 October 9, 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)

Thomas A. Duke, Jr.
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)