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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **Empowered Action Corporation**

DOCUMENT NUMBER: **N15000002668**

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

Please return all correspondence concerning this matter to the following:

**LaTasha Green-Cobb**

(Name of Contact Person)

**Empowered Action Corporation**

(Firm/ Company)

**7707 Merrill Road Unit 8801**

(Address)

**Jacksonville, Florida 32277**

(City/ State and Zip Code)

**lgreencobb@aol.com**

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

For further information concerning this matter, please call:

**LaTasha Green-Cobb**

(904) 294.4386

at

(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:

- |                                                     |                                                                        |                                                                                                     |                                                                                                                            |
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**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 the

Articles of Incorporation

The State of Florida

County of Duval

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§  
§

Known All Men By these Presents:

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The following amended articles of incorporation were adopted on April 23, 2015.

We, the undersigned natural persons of age eighteen years or more, at least two of whom are citizens of the State of Florida, acting as incorporators of a corporation under the Florida NonProfit Act, do hereby adopt the following Articles of Incorporation for such corporation.

## ARTICLE I NAME

The name of the corporation is "Empowered Action Corporation," herein referred to as the Corporation. This organization, operates primarily as a Service Program.

## ARTICLE II NONPROFIT CORPORATION

This corporation is being incorporated and will operate solely as a NonProfit Corporation.

## ARTICLE III DURATION

The period of its duration is perpetual.

## ARTICLE IV PURPOSES

The purposes for which the Corporation is organized pursuant to the Florida Business Organizations Code are exclusively charitable within the meaning of the Internal Revenue Service Code, as specified in Section 501 (c)(3) of the Internal Revenue Code. Specifically, Empowered Action Corporation is a not-for-profit human service agency providing various services to the community, such as housing and financial education & counseling as well as affordable legal services.

**ARTICLE V**  
**RESTRICTIONS AND REQUIREMENTS**

(1) Notwithstanding any other statements to the contrary, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary purposes set forth in this Certificate. The Corporation may not take any action prohibited by the Florida Business Organizations Code.

(2) The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation may not pay dividends or other corporate income to its directors or officers, otherwise accrue distributable profits, or permit the realization of private gain. No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual, (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(3) 501(c)(3) Limitations: Notwithstanding any other provision of this Certificate of Formation, the Corporation may not take action that would be inconsistent with the requirements for tax exemption under the Internal Revenue Code, Section 501(c)(3), and related regulations, rulings, and procedures. Nor may it take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under the Internal Revenue Code, Section 170(c)(2), and related regulations, rulings, and procedures. Regardless of any other provision in the Certificate of Formation or state law, the Corporation may not:

- (a) Engage in activities or use its assets in manners that do not further one or more exempt purposes, as set forth in these Articles and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.
- (b) Serve a private interest other than one clearly incidental to an overriding public interest.
- (c) Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings, and procedures.
- (d) Participate in or intervene in (including publishing or distributing statements and any other direct or indirect campaign activities) any political campaign on behalf of any candidate for public office. The prohibited activities include publishing or distributing statements and any other direct or indirect campaign activities.

- (e) Have objectives characterizing it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.
- (f) Distribute its assets on dissolution other than for one or more exempt

(4) **Termination:** Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, distribute all the remaining assets of the Corporation only for tax-exempt purposes to an such eligible organization or organizations (as hereinafter defined) as the board of directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such eligible organization or organizations as said court shall determine. For purposes of this article, "eligible organization or organizations" refers to any organization or organizations that are tax-exempt under Section 501(c)(3), Internal Revenue Code, or described by Section 170(c)(1) or (2), Internal Revenue Code, as the board of directors shall determine.

(5) The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

#### **ARTICLE VI**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 7707 Merrill Road Unit 8801, Jacksonville, Florida and the name of its initial registered agent at such address is LaTasha Green-Cobb. Additionally the Corporation's principal place of business is Jacksonville, Florida, Duval County.

#### **ARTICLE VII**

##### **BOARD OF DIRECTORS**

The number of trustees constituting the Board of Directors currently is three, the Chairman, the Secretary/Treasurer and the Director. The by-laws will provide the qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors.

The number of directors may be increased or decreased by adopting or amending the bylaws. The number of directors may not be decreased to fewer than three persons nor increased to more than eleven persons.

**ARTICLE VIII**  
**QUORUM**

A quorum shall be established when the majority of the corporation's directors or committee members are present for a meeting or decision, physical presence and telecommunication being permissible.

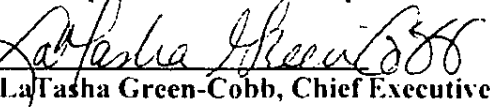
**ARTICLE IX**  
**ACTION WITHOUT MEETING OF DIRECTORS OR COMMITTEE**

An action that is required or is permitted to be taken at a meeting of the corporation's directors or a committee may be taken without a meeting if written or telecommunication consent, stating the action to be taken, is signed and dated by the number of directors or committee members necessary to take that action at a meeting at which all of the directors or committee members are present and voting.

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The articles were adopted at a meeting of the Board of Directors held on April 23, 2015, at which a quorum was present, and the articles received at least two-thirds of the votes, which members were present.

Empowered Action Corporation

By:   
LaTasha Green-Cobb, Chief Executive Officer - Incorporator

By:   
Grace Gillen, Chief of Legal Operations - Incorporator