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Translatina T Services, Inc d/b/a Arianna's Center 2633 NW 32nd Street Fort Lauderdale, FL 33306

To Whom It May Concern,

Please find attached amended and restated articles of incorporation for Traslatina T Services, Inc. along with a check in the amount of \$35.

Sincerely,

Arianna Lint

CEO

#### AMENDED AND RESTATED

#### ARTICLES OF INCORPORATION

OF

#### TRANSLATINA T SERVICES, INC.

(A Florida Not-for-Profit Corporation)

Pursuant to the applicable provisions of Chapter 617, of the Florida Statutes, the undersigned Florida Nonprofit Corporation, **Translatina T Services**, **Inc.** (hereinafter the "Corporation), desiring to amend and restate its Articles of Incorporation, hereby certifies:

FIRST: The Corporation's Articles of Incorporation were filed with the Secretary of State of Florida on June 15, 2015, and effective on June 12, 2015. Document Number N15000005981. The Corporation filed an Application For Registration of Fictitious Name with the Secretary of State of Florida on January 24, 2017, Registration Number G1700000899, and has been doing business under the fictitious name: Arianna's Center.

**SECOND**: These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them. These Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation at a meeting which was held on March 20, 2019 and approved by the Board, in accordance with the Corporation's Bylaws. To effect the foregoing, the Articles of Incorporation filed on June 15, 2015, are hereby amended and restated in its entirety as herein set forth in full:

#### ARTICLE I CORPORATION NAME

The name of the Corporation is Translatina T Services, Inc. The Corporation hereby changes its name from Translatina T Services, Inc. to Arianna's Center, Inc.

# ARTICLE II PRINCIPAL OFFICE ADDRESS

The Corporation's principal office address is:

2633 NE 32<sup>nd</sup> Street Fort Lauderdale, FL 33306

# ARTICLE III MAILING ADDRESS

The Corporation's mailing address is:



P.O. Box 24328 Fort Lauderdale, FL 33307

#### ARTICLE IV REGISTERED AGENT

The name and address of the registered agent of the Corporation is:

Natalia Pabon
2633 NE 32nd Street
Fort Lauderdale, FL 33306

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Natalia Pabon

February 24, 2020

### ARTICLE V DURATION AND MEMBERSHIP

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's Bylaws.

#### ARTICLE VI DIRECTORS

The method of selection of Directors and the number of Directors shall be stated in the Corporation's Bylaws.

# ARTICLE VII CORPORATE PURPOSES

The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

- 1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2. The Corporation's mission is: To help connect transgender residents to employment opportunities, safe housing, social networks and medical services; and, in general, to

exercise any and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purpose can be authorized to exercise.

- To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
- 2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
- 3. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE XIII 501(c)(3) LIMITATIONS

- 1. <u>CORPORATE PURPOSES</u>. Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, this 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.
- 2. <u>EXCLUSIVITY</u>. The Corporation is organized exclusively for charitable and educational purposes.
- 3. NO PRIVATE INUREMENT. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any private person or individual. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in carrying out, and to make

payments and distributions in furtherance of, the purposes set forth in these Amended and Restated Articles of Incorporation.

- 4. <u>LOBBYING AND POLITICAL CAMPAIGNS</u>. 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.
- 5. <u>DISSOLUTION</u>. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

### ARTICLE IX DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

# ARTICLE X INDEMNIFICATION

Indemnification of the Corporation's Officers and Directors shall be pursuant to the Corporation's Bylaws.

#### ARTICLE XI AMENDMENT

These Amended and Restated Articles of Incorporation may be amended in accordance with, and as provided for in, the Corporation's Bylaws.

### ARTICLE XII EFFECTIVE DATE

The Effective Date of these Amended and Restated Articles of Incorporation shall be the date of filing with the Department of State.

There being no members of the Corporation, these Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors at a meeting held on March 20, 2019.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

Name: Natalia

Board Member