

N15000009347

(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



900296026399

03/13/17--01007--030 **52.50

FILED
2017 MAR 13 PM 2:12
SECTION 101
TALLAHASSEE, FLORIDA

Amend/CC
us

MAR 14 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Young Black Professionals Inc.

DOCUMENT NUMBER: N15000009347

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

Please return all correspondence concerning this matter to the following:

Kaarl E. Brandon

(Name of Contact Person)

Young Black Professionals Inc.

(Firm/ Company)

4907 S 84th Street

(Address)

Tampa, Florida 33619

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Kaarl E. Brandon

(850)

321-9011

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:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

Articles of Amendment
to
Articles of Incorporation
of

Young Black Professionals Inc.

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

N15000009347

(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**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

4907 S 84th Street

Tampa, Florida 33619

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:

New Registered Office Address:

(Florida street 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
2017 MAR 13 PM 2:12
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	<u>SEC</u>	<u>Blakelee Barker</u>	<u>3111 Diamond Knot Circle</u>
<input type="checkbox"/> Add			<u>Tampa, Florida 33607</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>SEC</u>	<u>Chauvon Taylor</u>	<u>6218 Cannoli Place</u>
<input checked="" type="checkbox"/> Add			<u>Riverview, Florida 33578</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u> </u>	<u> </u>	<u> </u>
<input type="checkbox"/> Add			<u> </u>
<input type="checkbox"/> Remove			<u> </u>
4) <input type="checkbox"/> Change	<u> </u>	<u> </u>	<u> </u>
<input type="checkbox"/> Add			<u> </u>
<input type="checkbox"/> Remove			<u> </u>
5) <input type="checkbox"/> Change	<u> </u>	<u> </u>	<u> </u>
<input type="checkbox"/> Add			<u> </u>
<input type="checkbox"/> Remove			<u> </u>
6) <input type="checkbox"/> Change	<u> </u>	<u> </u>	<u> </u>
<input type="checkbox"/> Add			<u> </u>
<input type="checkbox"/> Remove			<u> </u>

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

See attached "ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION FOR YOUNG BLACK POFESS-
-IONALS INC. (A Florida Not for Profit Corporation) Document Number N15000009347 for all changes and additions.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
FOR
YOUNG BLACK PROFESSIONALS INC.
(A Florida Not for Profit Corporation)
Document Number N15000009347**

Pursuant to the provisions of section 617.1002 and 617.1006, Florida Statutes, the undersigned Florida not for profit corporation ("Corporation") adopts the following articles of amendment to its articles of incorporation.

MANNER OF ADOPTION:

There are no members or members entitled to vote on the amendment.

These Articles of Amendment were adopted by the Board of Directors of said Corporation at a regular meeting with a quorum being present which was held on February 9, 2017. This meeting of the Directors met the requirements of both the Articles of Incorporation and the By-Laws.

THE AMENDMENTS

The Articles of Incorporation of the Corporation are hereby amended as follows:

- 1. Article II of the Articles of Incorporation is hereby replaced. The new Article II reads in its entirety as follows:**

ARTICLE II. – PRINCIPAL OFFICE

The principal business office address of the corporation is 30434 Tremont Drive, Wesley Chapel, Florida 33543 and the mailing address of the corporation shall be 4907 S 84th Street, Tampa, Florida 33619.

- 2. Article III of the Articles of Incorporation is hereby replaced. The new Article III reads in its entirety as follows:**

ARTICLE III. – PURPOSE

The general purpose of the business to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida, is organized exclusively for the charitable purposes of advancing education and providing relief to the poor, distressed and underprivileged through community service, and business and economic development initiatives targeting minority owned business and those in economically depressed or deteriorating areas, combatting community deterioration, lessening neighborhood tension and burdens of government, including for such purposes as the making of distributions to organizations

that qualify as exempt organizations under section 501c3 of the Internal Revenue Code or the corresponding section of any future federal tax code.

Specific activities conducted in the carrying out of exempt purposes are as follows: EDUCATIONAL PROGRAMMING: mentoring minority and at-risk youth; hosting college preparation workshops in disadvantaged areas. ECONOMIC DEVELOPMENT ACTIVITIES: hosting financial seminars in areas or for groups usually lacking such resources; hosting career expositions for underemployed and unemployed adults (especially those from low income, high poverty areas); supporting of minority owned businesses and those that struggle due to their location in economically depressed areas by holding and promoting organization meeting and events there; professional development and mentorship targeting minority professionals and those operating in economically depressed areas. COMMUNITY SERVICE MISSIONS: collecting uniforms and supplies for charter schools located in underserved areas made up of predominantly minority groups; toiletries and goods for the homeless drive; collecting much needed items and resources as gifts for foster children who would otherwise go without.

No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, trustees, officers or any private persons, except that this 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 this Article. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation nor shall any part of the activities of this Corporation be the participation or intervention in (including the publishing or distributing of any statements) any political campaigning on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, this 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 this Corporation.

The Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code, which would give rise to any liability for the tax imposed by Section 4941(a). This Corporation shall not retain any access business holding, as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by section 4943(a). This Corporation shall not make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Code or make taxable expenditures in such a manner as to subject the Corporation to tax under section 4945(a). This Corporation shall make distributions at such times and in such manner as not to be subject to tax under Section 4942(a).

Solely for the above purposes, this Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon a corporation non-for-profit, including, but without limitation thereon, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes.

3. The following additional Articles are hereby added to the Articles of Incorporation which reads in its entirety as follows:

ARTICLE IX. - BOARD OF DIRECTORS AUTHORITY

The Board of Directors of the Corporation shall have the authority to create classes of membership, classes of Directors and additional Directors by the enactment or amendment of the corporate By-Laws; and the Board of Directors shall have the power to appoint various individuals or organizations as Members and Directors pursuant to such By-Laws.

All corporate powers shall be exercised by or under the authority of the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation, if any.

ARTICLE X. – CORPORATION DURATION, POWERS AND LIMITATIONS

This Corporation is to exist perpetually, unless dissolved, through the enactment or amendment of corporate By-Laws, as determined by the sole discretion of the Board of Directors.

10.01 **POWERS AND LIMITATIONS:** The Corporation shall have all the powers provided to a Florida Nonprofit Corporation under Chapter 617 of the Florida Statutes, specifically including, but not limited to, the power to conduct activities and engage in transactions incidental to the purposes enumerated in Article Three and the power to accept contributions, subject to the following limitations:

(a) No part of the earnings of the Corporation shall inure to the benefit of or be distributable to any Director, Officer or Member of the Corporation or any other private individual (except the reasonable compensation may be paid thereto, affecting one or more of the Corporation's 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 or dissolution of the Corporation.

(b) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

10.02 **DISSOLUTION:** Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such a manner or to such organization or organizations organized as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then location exclusively for such purposes or to such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.

Young Black Professionals Inc.

By: Treasurer Date: 2/9/2017
Position
Kaarl E. Brandon
Legibly Print Name

The date of each amendment(s) adoption: 2/9/2017, if other than the date this document was signed.

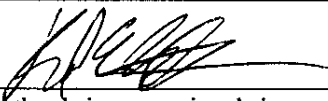
Effective date if applicable: 2/9/2017
(no more than 90 days after amendment file date)

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 2/9/2017

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)

Kaarl E. Brandon

(Typed or printed name of person signing)

Treasurer

(Title of person signing)