

N15000010478

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 4, 2015

DERRICK C. MORALES
1926 N.E. 154TH STREET
NORTH MIAMI, FL 33162

SUBJECT: STRIVE TO RECOVERY NON-PROFIT CORPORATION
Ref. Number: N15000010478

15 NOV 25 PM 7:33
2015

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

Letter Number: 715A00023393

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Strive to Recovery / Non-Profit Corporation

DOCUMENT NUMBER: N150000/0478

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

Please return all correspondence concerning this matter to the following:

Derrick C. Morales

(Name of Contact Person)

(Firm/ Company)

1926 N.E. 154th Street

(Address)

North Miami, FL 33162

(City/ State and Zip Code)

DCM@DCMoraleslaw.com

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

For further information concerning this matter, please call:

Derrick C. Morales

(Name of Contact Person)

at 786-471-5189

(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)

- Sent with
Last Correspondence

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

Strive to Recovery Non-Profit Corporation

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

N15000010478

(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:

N/A

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

N/A

(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

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			_____

[illegible]

The date of each amendment(s) adoption: _____, 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

11/16/15

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)

Derrick C. Morales

(Typed or printed name of person signing)

CEO

(Title of person signing)

Articles of Amendment to Articles of Incorporation of Strive to Recovery Non-Profit Corporation

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

Article I: The name of the Corporation shall be *Strive to Recovery Non-Profit Corporation*

Article II: The place in this state where the principal office of the Corporation is to be located is the City of North Miami Beach, in Miami-Dade County. Principal street address: 1926 N.E 154th Street, 33162

Article III: Said corporation is organized exclusively for charitable and educational purposes within the meaning of section 501 (c)(3), including, for such purposes, the making of 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: The names and addresses of the persons who are the initial Officers and/or Directors of the corporation are as follows:

Name: Jon E. Barchan
Title: President, Director
Address: 1600 NE 103rd street Miami FL, 33138

Name: Derrick C. Morales, Esq.
Title: Chief Legal Officer, Director
Address: 1242 N.E 110th street #1 Miami FL, 33161.

Name: Joelle A. Barchan
Title: Vice President, Director
Address: 1600 NE 103rd street Miami FL, 33138

Article V: The manner in which the directors are elected and appointed are by majority of all votes of the directors. The votes shall take place during a meeting where a quorum of directors is present. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present is the act of the board of directors.

Article VI: The Registered Agent is Jon E. Barchan with the registered office located at 1926 N.E 154th Street North Miami, FL 33162.

Article VII: The name and address of the Incorporator is, Derrick C. Morales Esq. 1242 N.E 110th Street Miami, FL 3361.

Article VIII: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its officers, directors 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 III hereof. 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. Notwithstanding any other provision of these articles, the 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. 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."

Article IX: Upon the 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 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.

Article X: The board of directors shall adopt the bylaws. The power to alter, amend, or repeal the bylaws or adopt new bylaws shall be vested in the board of directors in the manner set forth in the bylaws. The bylaws may contain any provision for the regulation and management of the affairs of the corporation not inconsistent with law or the articles of incorporation.


Article XI: The board of directors may amend the articles of incorporation at any time as provided in the Florida Not for Profit Corporations Act. Amendments to the articles of incorporation may be adopted at a meeting of the board of directors by a majority vote of directors in office. Any number of amendments may be submitted and voted upon at any one meeting.

Article XII: All corporate powers must be exercised by or under the authority of, and the affairs of the corporation managed under the direction of, its board of directors, subject to any limitations set forth in the bylaws. A director shall discharge his or her duties as a director in good faith; With the care an

ordinarily prudent person in a like position would exercise under similar circumstances; and In a manner he or she reasonably believes to be in the best interests of the corporation. In discharging his or her duties, a director may rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by one or more officers or employees of the corporation whom the director reasonably believes to be reliable and competent in the matters presented; Legal counsel, public accountants, or other persons as to matters the director reasonably believes are within the persons' professional or expert competence. A director is not liable for any action taken as a director, or any failure to take any action, if he or she performed the duties of his or her office in compliance with this section.

Article XIII: Strive to Recovery Non-Profit Corporation; organized under the state of Florida Not for Profit Corporations Act, chapter 617, F.S. shall have the power to; Have succession by its corporate name for an infinite amount of time. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person. Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit." Elect or appoint such directors, officers and agents as its affairs shall require and allow them reasonable compensation. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers. Increase, by a vote as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof. Make contracts and guaranties, incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure its obligations by mortgage and pledge of all or any of its property, franchises, or income. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by the state of Florida Not for Profit Corporations Act, chapter 617, F.S., in any state, territory, district, or possession of the United States or any foreign country. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested. Make donations for the public welfare or for charitable, scientific, educational, or other similar purposes. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

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



Registered Agent
Jon E. Barchan.

10/26/15

Date

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.



Incorporator
Derrick C. Morales, Esq.

10/26/15

Date