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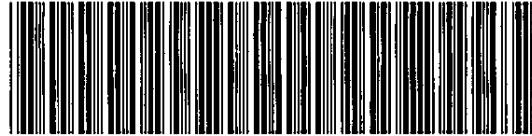
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 28 2016

C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PULSE OF ORLANDO, INC.

DOCUMENT NUMBER: N16000606095

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

Please return all correspondence concerning this matter to the following:

ALYSSA BENITEZ

(Name of Contact Person)

BENITEZ LAW GROUP, PL

(Firm/ Company)

1223 EAST CONCORD STREET

(Address)

ORLANDO, FL 32803

(City/ State and Zip Code)

ALYB9@YAHOO.COM

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

For further information concerning this matter, please call:

ALYSSA BENITEZ

407

232-1284

(Name of Contact Person)

at (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 checked="" 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

**AMENDED ARTICLES OF INCORPORATION
OF
PULSE OF ORLANDO, INC.
AMENDED: July 18, 2016**

ARTICLE I: NAME

The name of the corporation shall be: **PULSE OF ORLANDO, INC. (the "Corporation")**

ARTICLE II: PRINCIPAL OFFICE

Principal street address:
1223 East Concord Street
Orlando, Florida 32803

Mailing address, if different is:

ARTICLE III: PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, (i) for such purposes, providing financial assistance to any victims affected by the attack at Pulse Nightclub, (ii) making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, for related purposes or the corresponding section of any future federal tax code, (iii) seeking support by soliciting, receiving and administering gifts and bequests of funds and property, both restricted and unrestricted, for charitable purposes; and taking and holding, absolutely, or in trust, for any such purposes funds and property of every kind, real, personal, tangible and intangible, subject only to any limitations and conditions imposed by law or by the instrument under which received; to sell, lease, convey or otherwise dispose of any such property and to invest and reinvest the proceeds of and earnings from such property in accordance with investment policies established from time to time by the corporation's Board of Directors; and (iv) exercising any, all and every power, including trust powers, which a corporation not for profit created under the laws of the State of Florida can be authorized to exercise.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization 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 IV: MANNER OF ELECTION OF DIRECTORS

Unless otherwise provided for in the By-laws of the Corporation, Directors shall be elected and appointed by a majority vote of the Corporation's members at a meeting called for such purpose or through the written consent of a majority of the Corporation's members. There shall never be less than three (3) directors.

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ARTICLE V: BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors of the Corporation are as follows:

Name: Alyssa Benitez (P)
Address: 1223 East Concord Street
Orlando, Florida 32803

Name: Robin Maynard (VP)
Address: 1223 East Concord Street
Orlando, Florida 32803

Name: Sharlie Reynolds (T)
Address: 1223 East Concord Street
Orlando, Florida 32803

Name: Kristin Lepore (S)
Address: 1223 East Concord Street
Orlando, Florida 32803

Name: Sondra Valentino
Address: 1223 East Concord Street
Orlando, Florida 32803

ARTICLE VI: LIMITATION ON ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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. Notwithstanding any other provisions 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.

ARTICLE VII: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation and after payment of all debts and obligations of the Corporation, all remaining assets of the Corporation, if any, 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 VIII: REGISTERED AGENT

The name and Florida street address of the registered agent is:

Name: Alyssa Benitez
Address: 1223 East Concord Street
Orlando, Florida 32803

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator is:

Name: Alyssa Benitez
Address: 1223 East Concord Street
Orlando, Florida 32803

ARTICLE X: BYLAWS

Subject to any limitations at any time contained in the Bylaws of this Corporation and in Chapter 617, Florida Statutes, Bylaws of this corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided by the Bylaws.

ARTICLE XI: AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors.

ARTICLE XII: INDEMNIFICATION

The Corporation shall indemnify any person who was or is a part, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he/she is or was a director, employee, officer or agent of the Corporation, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interest of the Corporation; and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his/her conduct was unlawful; except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of his duty to the Corporation, unless and only to the extent that the court in which the action or suit was brought shall determine, upon application, that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

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.

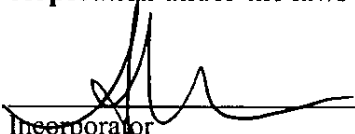


Registered Agent

7/18/16

Date

IN WITNESS WHEREOF, the undersigned incorporator has hereto set her hand and seal on this 18 day of July, 2016, for the purpose of forming this not for profit corporation under the laws of the State of Florida.



Incorporator

7/18/16

Date