

N160000006238

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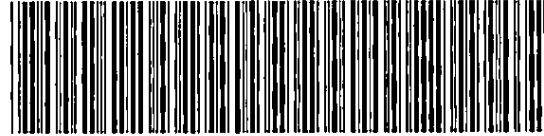
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: I AM A JEWEL, INC.

DOCUMENT NUMBER: N16000006238

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

Please return all correspondence concerning this matter to the following:

KRYSTAL SHEPPARD

(Name of Contact Person)

I AM A JEWEL, INC

(Firm/ Company)

15941 SW 103 CT

(Address)

MIAMI, FL 33157

(City/ State and Zip Code)

INFO@IAMAJEWEL.ORG

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

For further information concerning this matter, please call:

KRYSTAL SHEPPARD

305

4501633

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:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input 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

Articles of Amendment
to
Articles of Incorporation
of

i am a jewel, inc

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

N16000006238

(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**)

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:

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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			_____

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

WE ARE AMMENDING THE PURPOSE AND DISSOLUTION CLAUSE.

THE CORRECT STATEMENTS ARE ATTACHED.

The date of each amendment(s) adoption: 09.14.18, if other than the date this document was signed.

Effective date if applicable: 09.14.18
(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 09.14.18

Signature Krystal Sheppard
(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)

KRYSTAL SHEPPARD

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Article I

I AM A JEWEL, INC.

Section 1

The name of this organization shall be I Am A Jewel, Inc.

Article II

Purpose, Duty, and Mission

Section 1

I Am A Jewel, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The purpose of I Am A Jewel is to Mentor young ladies ages 9-18 through workshops and activities.

Section 2

It is the duty of I am a Jewel to mentor at risk adolescent girls between the ages of 9-18. The program focuses on teaching key lessons which can be applied to everyday life, and ultimately prepare these young ladies to leave home in pursuit of a college degree and entrepreneurship.

Section 3

It is our mission to promote self-confidence and positive body image in young women through workshops, access to technology, enrichment programs, and events that serve to encourage personal growth and development.

Article III

Jewel Qualifications

All young ladies must be willing participants between the ages of 9-18.

Article IV

Members

I AM A JEWEL promotes inclusion on every level. We sincerely believe that no child should be denied an opportunity to learn and grow. It is the responsibility of the organization's leaders to ensure that all JEWELS remain actively involved and grow within the organization.

Article V

Officers

Section 1

The officers of this organization shall consist of the Director, Curriculum Specialist, Secretary, Treasurer, and Public Relations and Marketing Specialist.

Section 2

The Director shall serve as the chief executive of the organization, responsible for supervising the activities of all elected officers. The president also shall preside at meetings, have the ability to call special meetings as needed, and appoint all committees.

Section 3

The Secretary shall be responsible for recording the minutes of all meetings in writing, ensuring the minutes are posted, and a copy given to all officers. The Secretary shall also be responsible for scheduling the location of each meeting and notifying all officers in a timely fashion. The secretary must ensure that all corporate filings are accurate and up-to-date.

Section 4

The Treasurer shall be responsible for the following duties: to account for and receive all receipts and disbursements and to pay all authorized bills. However, the signature of both the Director and Treasurer shall be required on any disbursement officially approved by the Board of Directors which exceeds the sum of \$100.

Section 5

The Curriculum Specialist shall develop all lessons and activities which align with the 5 JEWEL principles. All details regarding materials must be presented to the board before the start of each trimester.

Section 6

The Public Relations and Marketing Specialist shall be responsible for the coordination of all community partnerships. The Public Relations and Marketing Specialist will oversee the Marketing and graphics department, as well as ensure the consistency in the I AM A JEWEL brand.

Article VI

Board of Directors Responsibilities

Section 1—Finances

- A.) No expenditures shall be made without authorization as hereinafter provided.
- B.) All checks are to be signed by the Secretary and Director for disbursements exceeding \$100 and a report of all transactions given each month at regular meetings.
- C.) Deposits are to be made within 48 hours of cash received or upon the first business day following a Sunday or holiday.
- D.) Failure to give a financial report at two consecutive meetings will subject the Treasurer to possible dismissal at the discretion of the Board of Directors and the election of a new Treasurer at the next regular meeting.
- E.) The Secretary or Treasurer is responsible for collecting all monies in a timely fashion. The Treasurer will maintain a separate account for all I AM A JEWEL funds.
- F.) A written annual financial report for all members is to be delivered at the annual meeting.

Section 2—Expenditures

- A.) All expenditures over the sum of \$100 will require formal approval by a majority of the Board of Directors.

- B.) Expenditures less than the sum of \$100 may be authorized by the President and Treasurer but only from the fund designated under his or her care and control.

Section 3—Dismissal

All elected officers will be subject to a recommendation for dismissal by voting members at the next monthly in-person meeting, should said officer fail to perform duties as required under the by-laws and Constitution of the organization.

Section 4—Annual Audit

An audit of the records of the organization shall be conducted annual in October by an audit committee appointed by the membership and presented prior to the election of officers.

Section 5—Fiscal Year

The fiscal year shall be the calendar year, which begins in January and runs through December.

Section 6—Term of Office

The term of office for all elected officers outlined above shall be two consecutive years. All officers who fail to attend two consecutive meetings without just cause or excused absence will automatically be terminated. All officers, upon the termination of their office, shall return all property and records of said office to the President of the organization. The President, in turn, shall be responsible for dispensing the property and records to the proper and designated officer of the organization.

Section 7—Appeals & Disciplinary Action

The Board of Directors are responsible for handling all appeals and disciplinary action of Board Members and participants as outlined herein.

Article VII

Board Members

Section 1—Eligibility

- A.) All board members must be at least 18 years of age.
- B.) All volunteers must be present and active for one consecutive year before considered as “eligible” as a new board member.
- C.) When a board member resigns, or his/her service is terminated, the existing board members will vote and elect their replacement. The majority vote will be the determining factor.
- F.) If a board member determines they do not wish to continue, the existing board members will vote and elect their replacement. The majority vote will be the determining factor.
- G.) Board Members who miss three (3) consecutive Board of Directors meetings without just cause or excused absence will be considered for termination by Director or Director may elect to give majority vote to Board of Directors.
- H.) Improper conduct of Board Members or assistant Board Members will not be tolerated. Misconduct will subject said Board Member to disciplinary action or dismissal at the discretion of Director and an official vote of the Board of Directors.
- J.) All Board Members, regardless of status, shall be required to obtain a criminal background check before they are able to Board Member I AM A JEWEL, INC. One background check will be required on an annual basis. Board Members will be required to mail in the background sheet to I AM A JEWEL.

Article VIII

Meetings

Section 1

The regular membership meeting shall be held the third Sunday of each month or at the discretion of the President or Vice President, in the President's absence. The regular meeting shall be called to order at 7:00 p.m. A special meeting may be called by the President or any two elected officers. Any call of a special meeting shall be made to the Secretary, who shall then schedule same and notify the Board of Directors within ten (10) calendar days.

Article IX

Constitution & By-laws

Section 1—Amendments

The procedure to amend the Constitution and/or by-laws shall consist of the following: a member shall present such an amendment in writing at a Board of Directors meeting. Such a proposed amendment shall be read at one (1) consecutive meeting and an official vote taken at the meeting. After the first reading, the President shall ask the board to review the proposed amendment(s). The board shall make recommendations concerning the proposed amendment(s) upon the second and third reading to the membership.

Section 2—Ratification

It shall require a two-thirds (2/3's) majority of the voting membership present in favor of the amendment before it becomes effective. When an amendment becomes effective, a written revision of the Constitution and By-Laws shall be prepared by the Secretary, who shall maintain same in the records, as well as the I AM A JEWEL website. The Constitution and By-Laws are to be reviewed annually at the January I AM A JEWEL meeting.

Article X

Nomination and Election of Officers

Section 1—Nominations

- A.) Officers shall be nominated from the floor or submitted in writing at any regular or special meeting held in the months of August, September, and October.
- B.) Nominees must be a resident of the city in which the organization is operating.

Section 2—Elections

- 1. Election of officers shall be conducted by secret ballot.
- 2. Elections shall be in the event current officer resigns or removed from position.
- 3. Elections must be approved by Director before proceeding elections.
- 4. There shall be no write-in candidates.
- 5. Only those members in attendance shall be permitted to vote. There shall be no proxy voting.

Article XI

Protests, Appeals, and Escalation Procedure

Section 1—Protests

1. If, during the course of the program, a head Board Member deems it necessary to lodge a protest, the following procedure must be adhered to:

- 2.) Notify the opposing Board Member of the intent to protest.
- 3.) Notify all Board Members.
- 4.) Provide Board with a written explanation of the event.
- 5.) Schedule a meeting with the Board of Directors.

1. The I AM A JEWEL Board of Directors has final determination over the outcome of any I AM A JEWEL protest.

Section 2—Escalations

A.) Complaints

All comments/complaints/criticisms of organization during I AM A JEWEL meetings should be directed to the Director. If the Director deems it necessary, he/she may call a meeting of the Board of Directors to resolve the issue.

Article XII

Code of Conduct

Section 1—Expectations

It is the expectation of all Board Members, mentors, volunteers, and parents to conduct themselves appropriately at any I AM A JEWEL-sanctioned event. Any physical or verbal abuse by Board Members, mentors, volunteers, or parents toward any other Board Members, mentors, volunteers, and parents will not be tolerated. If any of the above exhibit unacceptable behavior, that person automatically will be removed from the premises to prevent further escalation of any problems or situations. Law enforcement personnel will be called in when necessary and appropriate.

Section 2—Code of Conduct

The I AM A JEWEL Board of Directors officially has adopted the code of conduct listed on the Miami Dade County website and reproduced on the I AM A JEWEL website (www.IAMAJEWEL.com). It is assumed herein that policy has been read by participants, parents, and volunteers affiliated with I AM A JEWEL programs.

Section 3—Discipline and Sanctions

If anyone affiliated with, participating in, or attending an I AM A JEWEL-sanctioned event violates the aforementioned rules and guidelines, the Board of Directors reserves the right to subject him/her to any of the following discipline or sanctions at the board's discretion:

- Written warning;
- Probation and mediation
- Suspension
- Expulsion and removal from board

Article XIII

Dissolution Clause

Upon termination or dissolution of the I Am A Jewel, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the I Am A Jewel, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the I Am A Jewel, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the I Am A Jewel, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.