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Florida Department of State
Division of Corporations
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TALLAHASSEE, FL

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**CORAMND/RESTATE/CORRECT OR O/D RESIGN
NIGERIAN NURSES ASSOCIATION FLORIDA INC**

Certificate of Status	0
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NIGERIAN NURSES ASSOCIATION, FLORIDA INC

DOCUMENT NUMBER: NI600007784

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

Please return all correspondence concerning this matter to the following:

Owei Z. Belleh, Esq

(Name of Contact Person)

The Belleh Law Group, PLLC

(Firm/ Company)

4901 NW 17th Way Suite 605

(Address)

Fort Lauderdale, Florida 33309

(City, State and Zip Code)

owen@bellehlaw.com

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

For further information concerning this matter, please call

Owei Z. Belleh, Esq

888

450-7999

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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TALLAHASSEE, FL

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Articles of Amendment
to
Articles of Incorporation
of

NIGERIAN NURSES ASSOCIATION FLORIDA INC

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

N16000007784

(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

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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 PT 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	_____	_____	_____

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

See attached

- 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 April 29, 2023

Signature: *ngozi Odoh*
ngozi Odoh (Apr 29, 2023 11:18:31)

(By the chairman or vice chairman of the board, president or other officer of directors
 have not been selected, by an incorporator – if in the hands of a receiver, trustee, or
 other court appointed fiduciary by that fiduciary.)

DR NGOZI ODOH
 (Typed or printed name of person signing)

President
 (Title of person signing)

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Nigerian Nurses Association Florida Inc Added Articles to the Articles of Incorporation

Article IX Purposes

The nonprofit corporation is organized and will be operated exclusively for general charitable purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

Despite the general charitable purposes of the profit corporation, the nonprofit corporation shall make grants, or otherwise accomplish its noncharitable purposes, as follows:

The Nigerian Nurses Association Florida, Inc. is a professional body of Nigerian Nurses with a focus in exploring ways to improve the health and quality of life for all Nigerians here in Florida, nationwide, and at home as well.

Objectives:

- (1) Improve the global viewpoint of nursing practice in Florida and abroad, provide a medium for interchanges of ideas, the dissemination of information in matters related to nurses, learning opportunities, support in matters to nursing, and networking.
- (2) To maintain nursing ethics, and to ensure the practice of high standards of nursing in our respective primary assignment areas.
- (3) To advocate for policies that impact the health and well-being of Nigerians at home and here in Florida and other people
- (4) To promote educational programs and activities to strengthen Nigerian Nurses and Nigerian communities in general.
- (5) incorporate research findings and policies that relate to the Nigerian individual health care need.
- (6) To create an avenue of social interaction among Nigerian nurses and the society at large.
- (7) The association is organized exclusively for charitable, scientific, and educational purposes, an as a non-profit organization in the United States of America.

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Article X Dissolution

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for charitable purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for charitable purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article XI Restrictions

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make payments and distributions furtherance of the purposes set forth in the Certificate of Formation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements), any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);
- as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or
- as a nonprofit corporation organized under the laws of State of Florida.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

- engage in any act of self-dealing as defined under Internal Revenue Code Section 4941(d);
- retain any excess business holdings as defined under Internal Revenue Code Section 4943(c);

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make any investments in a manner that would subject it to tax under Internal Revenue Code Section 4944; or

make any taxable expenditures as defined under Internal Revenue Code Section 4945(d).

Article XII By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

Article XIII Amendments

The nonprofit corporation may amend the Certificate of Formation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

The specific purposes of the nonprofit corporation in 0 of the Certificate of Formation may be amended by two-thirds majority vote of the directors.

Article IVX Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.

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