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DIVISION OF CORPORATIONS
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W16-056219

K 08/29/16



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 12, 2016

BETH BENVENUTI
2250 PALM BEACH LAKES BLVD., STE. 102
W. PALM BEACH, FL 33409

SUBJECT: LIFE'S CHANGES, INC.
Ref. Number: W16000056219

We have received your document for LIFE'S CHANGES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is L14000043150.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 816A00017101

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Filing Section

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Life's Changes, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Beth Benvenuti

Name (Printed or typed)

2250 Palm Beach Lakes Blvd., Suite 102

Address

West Palm Beach, FL 33409

City, State & Zip

561-683-1000

Daytime Telephone number

bethbenvenuti@gmail.com

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

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation
Of
Life's Changes Palm Beach County, Inc.
A Florida Not-For Profit Corporation
In Compliance with Chapter 617, F.S., (Not-for-Profit)**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not-For-Profit Act, hereby adopts the following Articles of Incorporation.

Article I – Name

The name of the corporation shall be Life's Changes Palm Beach County, Inc. ("Corporation").

Article II - Principal Office

The place in the State of Florida where the principal office of the Corporation is to be located is the City of West Palm Beach, Palm Beach County.

The principal street address of the Corporation is:

2250 Palm Beach Lakes Blvd.
Suite 100
West Palm Beach, FL 33409

Article III – Purpose

The purposes for which the Corporation is organized include the following:

A. The Corporation is a not-for-profit, community-based organization whose primary purpose is to help provide medical cranial prostheses for people in Palm Beach County who have lost their hair from cancer treatment or from other medical conditions. The Corporation will assist their clients with submitting their insurance claims for the medical cranial prosthetic. The Corporation will also seek to financially assist their clients, to the extent possible, to cover the balance, or a portion thereof, of the cost of the medical cranial prosthetic that is not covered by the client's insurance. In cases where the client's insurance does not cover the medical cranial prosthetic, the Corporation will, to the extent possible, assist clients that are in financial need to cover the cost of the medical cranial prosthetic. While at the Corporation's studio, clients will be treated with compassion and respect, in the selecting, fitting, styling, and servicing of the medical cranial prostheses, which will help to restore their self confidence and dignity.

B. The Corporation is organized exclusively for charitable and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that help the Corporation fulfill its purposes and objectives and that qualify as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations that fall under Section 501(c)(3) of the Internal Revenue

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Code or the corresponding section of any future federal tax code and are operated exclusively for public charitable purposes.

C. In the discretion of the Board of Directors, the Corporation may also establish internships and volunteer programs that will provide opportunities for community involvement in activities to support and promote the charitable purposes of the Corporation in order to have a greater impact for change.

Article IV – Directors and Manner of Election

The Corporation shall have three (3) directors initially. A director shall mean a member of the Board of Directors. The number of directors may be increased or decreased from time to time as provided in the Bylaws but shall never be less than three (3). The initial directors shall serve until the first organizational meeting of the Board of Directors and/or until their successors are elected in accordance with the method set forth in the Bylaws.

Article V - Initial Directors and/or Officers

Beth Benvenuti, Director
2250 Palm Beach Lakes Blvd., Suite 100
West Palm Beach, FL 33409

Dino Benvenuti, Director
2250 Palm Beach Lakes Blvd., Suite 100
West Palm Beach, FL 33409

Dayna Nystrom, Director
103 W Palmetto Road
Lake Worth, FL 33467-4830

Article VI – Bylaws

The Board of Directors of the Corporation shall adopt Bylaws not inconsistent with these Articles of Incorporation for the conduct of the corporation's business and the carrying out of its purposes. The Bylaws may be amended, altered, or repealed in whole or in part, from time to time, by two-thirds vote of the members of the Board of Directors present at a meeting at in which a quorum is present; provided, however, that if the meeting is other than the annual meeting of the Board of Directors, ten days' notice in writing of the time, place, and purpose of such meeting shall be given to each Director unless such notice shall be waived in writing.

Article VII - Limitations

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of its directors or officers, or to the benefit of any private individual, 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.

B. 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.

C. The Corporation shall not engage in, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

Article VII – Dissolution

Upon the dissolution, termination, or winding up of the Corporation, the net assets thereof, after payment or other provision is made for any and all indebtedness and other liabilities of the Corporation, shall be distributed by the Board of Directors 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 – Personal Liability

No member, officer, or director of the Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of the Corporation.

Article IX - Initial Registered Agent and Street Address

As set forth in the Registered Agent's written acceptance of her appointment, which is delivered to the Department of State together with these Articles of Incorporation, the name and address of the initial registered agent for the Corporation is:

Beth Benvenuti
2250 Palm Beach Lakes Blvd., Suite 100
West Palm Beach, FL 33409

Article X - Incorporator

The name and address of the Incorporator is:

Beth Benvenuti
2250 Palm Beach Lakes Blvd., Suite 100
West Palm Beach, FL 33409

The undersigned has executed these Articles of Incorporation this 22 day of ^{August}~~July~~ 2016.



Beth Benvenuti


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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERD OFFICE**

Pursuant to the provisions of Section 617.0501 of the Florida Not-For-Profit Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is Life's Changes Palm Beach County, Inc.
2. The name and address of the Registered Agent and Registered Office of the Corporation is:

Beth Benvenuti
2250 Palm Beach Lakes Blvd., Suite 100
West Palm Beach, FL 33409



Beth Benvenuti

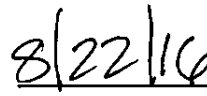


DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLATE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Beth Benvenuti



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