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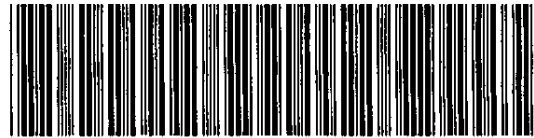
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4/10/17

# TRANSMITTAL LETTER

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

Subject: **The Make A Change –MAC Foundation, Corp.**  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

|                          |            |                          |  |                                     |                                |                          |   |
|--------------------------|------------|--------------------------|--|-------------------------------------|--------------------------------|--------------------------|---|
| <input type="checkbox"/> | \$70.00    | <input type="checkbox"/> | \$78.75                                  | <input checked="" type="checkbox"/> | \$78.75                        | <input type="checkbox"/> | \$87.50                                       |
|                          | Filing Fee |                          | Filing Fee &<br>Certificate of<br>Status |                                     | Filing Fee<br>& Certified Copy |                          | Filing Fee<br>Certified Copy<br>& Certificate |

From: McArthur Richard, Sr.  
Name (Printed or Typed)

1490 NW 3<sup>rd</sup> Avenue  
Address

Miami, Florida 33136  
City, State, Zip

Telephone: (305) 915-7467

# ***Articles of Incorporation Of The Make A Change –MAC Foundation, Corp.***

The undersigned subscriber to these Amended Articles of Incorporation, desiring to form a Not-For-Profit Corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

## ***Article I. Corporate Name***

The Name(s) of this Corporation shall be:

***The Make A Change –MAC Foundation, Corp.***

***Principle Address: 17611 NW 41<sup>st</sup> Avenue  
Miami Gardens, Florida 33136***

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## ***Article II. Terms of Existence***

This Corporation shall have perpetual Existence.

## ***Article III. Purpose and Powers***

Said Corporation is organized exclusively for charitable, religious, scientific, and educational purposes, 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 corresponding section of any future Federal tax code. To serve High-Risk Youth and Yound Adults. To present a set of programs, projects, services, classes, seminars, and lectures pertaining to the mentoring, spiritual and emotional health, socioeconomic development of high-risk youth in which we will serve in the communities of Dade. To provide but; not be limited to supplemental food, shoes and clothing distribution and other essential goods, life skills, vocational training and educational opportunities. To provide Motivational Lectures to High-Risk Youth, and Youth aging-out of Foster Care. To provide referrals for temporary sheltering to youth who have been displaced. To provide after school and summer programming, to provide new and more innovative learning experiences through tutorials, homework assistance, field trips, sporting events, cultural events and through mentoring. To assist with the business opportunities which will provide vocational training, employment, services and conveniences in the community. To also provide spiritual and moral uplift through motivational speaking to those whom we will serve as they elect a better quality of life. To network with other CBOs to enhance the organizations potential to assist high risk youth and others in the community.

No part of the of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers and 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 Section 501 ( c)(3) purposes. No substantial part of the activities of the Corporation shall be in 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 the Articles, the Corporation shall not carryon any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501 ( c)(3) of the Internal Revenue Code, or corresponding section of any further Federal tax code.

Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes with the meaning of Section 501 ( c)(3) of the Internal Revenue Code, or corresponding section of any further Federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

### ***Article IV. Capital Stock***

There will be no capital stock in this corporation.

### ***Article V. Initial Capital***

The initial capital with which this corporation may be in business shall not be less than One Hundred Dollars (\$100.00).

### ***Article VI. Directors***

This Corporation shall one Executive Director initially and one other respective Director who were elected through parliamentary procedure. The number of directors may be increased or diminished from time to time by the Bylaws of the Corporation.

The name(s) and mailing address of the initial director who shall hold office until his/her successor or successors are elected and have qualified is as follows:

***McArthur Richard, Executive Director***  
***1490 NW 3<sup>rd</sup> Avenue***  
***Miami, Florida 33136***

### ***Article VII. Officers***

The names , address and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

| <u><b><i>Names</i></b></u>          | <u><b><i>Street Address</i></b></u>                    | <u><b><i>Office</i></b></u>       |
|-------------------------------------|--|-----------------------------------|
| <b><i>McArthur Richard, Sr.</i></b> | <b><i>1490 NW 3<sup>rd</sup> Avenue, Miami, Fl</i></b> | <b><i>Executive Director</i></b>  |
| <b><i>Roger Martin</i></b>          | <b><i>1490 NW 3<sup>rd</sup> Avenue, Miami, Fl</i></b> | <b><i>Director</i></b>            |
| <b><i>Loretta Richard</i></b>       | <b><i>1490 NW 3<sup>rd</sup> Avenue, Miami, Fl</i></b> | <b><i>Secretary/Treasurer</i></b> |

### ***Article VIII. Registered Agent and Registered Office***

The Corporation's Registered Agent for service in the state of Florida shall be:

***McArthur Richard, Sr., Registered Agent***

The address of the registered office of this Corporation shall be:

***1490 NW 3<sup>rd</sup> Avenue***  
***Miami, Fl 33136***

### ***Article IX. Amendments***

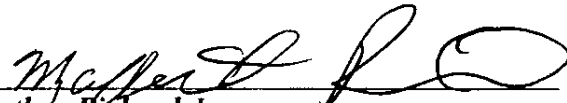
This Corporation reserves the rights to amend, alter, modify or repel any provision or provisions contained in these Articles of Incorporation, any amendment hereto in the manner now or hereafter prescribed by Statues of the State of Florida, any rights and powers conferred upon the Directors and Board of Advisors herein are granted subject to this reservation.

## ***Article X. Incorporator***

The name and mailing address of the Incorporator is as follows:

***McArthur Richard, Sr., Executive Director  
1490 NW 3<sup>rd</sup> Avenue  
Miami, Fl 33136***

IN WITNESS WHEREOF, the above named Incorporator, Director, Registered Agent has hereunder subscribed his/her name, this 11 day of January, 2017.

  
McArthur Richard, Incorporator

# ***Certificate of Designation***

## ***Registered Agent/Registered Office***

PURSUANT to the provisions of Section 607.0501 Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

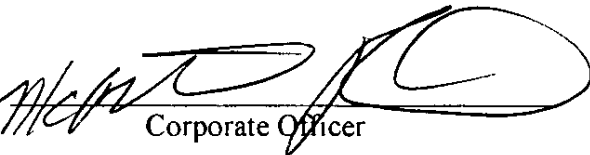
1. The name of the Corporation is:

***The Make A Change –MAC Foundation, Corp***

2. The name and address of the registered agent and office is:

***McArthur Richard, Sr., Executive Director  
1490 NW 3<sup>rd</sup> Avenue  
Miami, FL 33136***

Signature:

  
Corporate Officer

Title: Registered Agent/Executive Director

Dated: 1 / 11 / 2017

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Having been named Registered Agent and to accept service of process for the above stated Corporation at the place designated in this 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 complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature:

