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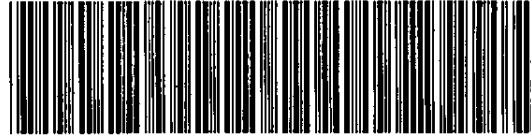
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

MAR 19 2019

S. YOUNG

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: IKARE COMMUNITY HEALTH SERVICES INC.

DOCUMENT NUMBER: N17000006887

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

Please return all correspondence concerning this matter to the following:

DARLISE BARON

(Name of Contact Person)

IKARE COMMUNITY HEALTH SERVICES INC.

(Firm/ Company)

18441 N.W 2ND AVENUE SUITE 216

(Address)

MIAMI GARDENS, FL 33169

(City/ State and Zip Code)

ALVARO@HSFINANCIALSOL.COM

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

For further information concerning this matter, please call:

DARLISE BARON

(786)

853-7192

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:

☐ \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Ikare Community Health Services Inc.]

A [Florida] Non-profit Corporation

**AMENDED ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

1.01 Name

The name of this corporation shall be Ikare Community Health Services Inc. The business of the corporation may be conducted as Ikare Community Health Services Inc. or ICHS.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

Ikare Community Health Services Inc. is a non-profit corporation and shall operate exclusively for charitable, educational and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Ikare Community Health Services Inc. (ICHS) is an action-oriented, not-for profit organization dedicated to providing charitable, educational and scientific services to the public.

3.02 Non-Profit

The purposes for which Ikare Community Health Services Inc. is formed are to serve the general need for mental health, substance abuse and/or behavioral health research, education, intervention, prevention and treatment services in Florida and all areas served by Ikare Community Health Services Inc, as that area may from time to time be determined by the Board of Directors, by providing the structure for cooperation and coordination among non-profit and for profit providers of such services: to serve as a Managing Entity, Administrative Service

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TALLAHASSEE, FLORIDA

Organization and/or Provider Service Network and to provide any and all functions required or generally provided by Managing Entities, Administrative Service Organizations and/or Provider Service Networks; and, to promote the interests of the general public and the common interests of Ikare Community Health Services Inc by educating the public and representative bodies regarding the pervasiveness of mental health, or substance abuse and/or behavioral health service needs in the community and the efficacy of available service options.

Within these purposes, Ikare Community Health Services Inc may solicit and accept property by grant, contract, gift, devise and bequest, invest and reinvest the same, and apply the principal and income thereof, as the Board of Directors may from time to time determine, either directly or indirectly or through contributions to any organization or organizations organized exclusively for charitable, scientific and educational purposes, and engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

Ikare Community Health Services Inc may do all acts and things requisite, necessary, proper and desirable to carry out and further the purpose for which Ikare Community Health Services Inc is formed: and, in general, may have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida and the United States of America applicable to corporations of this character including, but not limited to, the powers described in Chapter 617, Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of Ikare Community Health Services Inc. Each and all of the objects, purposes and powers of Ikare Community Health Services Inc, however, shall be exercised, construed and limited in their application to accomplish the charitable, scientific and educational purposes for which Ikare Community Health Services Inc is formed.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

Ikare Community Health Services Inc. is organized exclusively for charitable, educational and scientific 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. No part of the net earnings of Ikare Community Health Services Inc. Shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax

under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Ikare Community Health Services Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Ikare Community Health Services Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Ikare Community Health Services 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 Ikare Community Health Services Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Ikare Community Health Services 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 Ikare Community Health Services 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.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V **BOARD OF DIRECTORS**

5.01 Governance

Ikare Community Health Services Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be Darlise Baron, Patrick Remy, Stephanie Ellis, Yolene Baron and Shakeena Clark.

ARTICLE VI **MEMBERSHIP**

6.01 Membership

Ikare Community Health Services Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Ikare Community Health Services Inc.
18441 N.W 2ND Avenue Suite 216
Miami Gardens, FL 33169

The mailing address of the corporation is:

Ikare Community Health Services Inc.
18441 N.W 2ND Avenue Suite 216
Miami Gardens, FL 33169

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Headstart Tax and Financial Solutions Inc.

ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow:

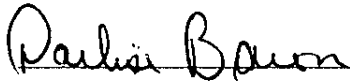
Darlise Baron

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation Ikare Community Health Services Inc. were approved by the board of directors on June 29, 2017 and constitute a complete copy of Articles of Incorporation of Ikare Community Health Services Inc.

Darlise Baron

18441 N.W 2nd Avenue Suite 216, Miami Gardens, FL 33169

_____

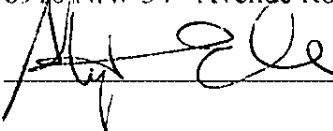
Patrick Remy

3581 S.W Dellamano Street, Port Saint Lucie, FL 34986

_____

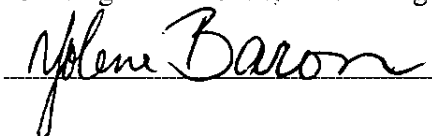
Stephanie Ellis

8910 N.W 34th Avenue Road, Miami, FL 33147

_____

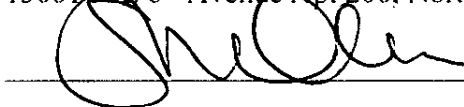
Yolene Baron

251 Brighton Avenue, East Orange, NJ 07107

_____

Shakeena Clark

15001 N.E 6th Avenue Apt 206, North Miami, FL 33161

_____

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Alvaro McLean (President of Headstart Tax and Financial Solutions Inc.), agree to be the registered agent for Ikare Community Health Services Inc. as appointed herein.



Alvaro McLean., Registered Agent

Date: 3-12-2018

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

Effective date if applicable: _____
(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 MARCH 12, 2018 _____

Signature Darlise Baron
(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)

DARLISE BARON

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)