

N 170000 10018

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S TALLENT
APR 13 2018

FILED
18 APR 12 PM 10:28
SECRETARY OF STATE

Amended &
Restated



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 23, 2018

JESSICA L. FISHER
BAYSTAR FAMILY RETREAT
15334 AZRA DR.
ODESSA, FL 33556

SUBJECT: BAYSTAR FAMILY RETREAT INC
Ref. Number: N17000010018

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

PLEASE TITLE YOUR DOCUMENT AMENDED AND RESTATED ARTICLES OF INCORPORATION.

Please return 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) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 218A00005876

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18 APR 12 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 26, 2018

JESSICA L. FISHER
BAYSTAR FAMILY RETREAT
15334 AZRA DR.
ODESSA, FL 33556

SUBJECT: BAYSTAR FAMILY RETREAT INC
Ref. Number: N17000010018

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

YOU MUST EITHER FILE ARTICLES OF AMENDMENT OR AMENDED AND RESTATED ARTICLE OF INCORPORATION. PLEASE AMEND ACCORDINGLY.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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

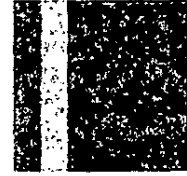
If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 418A00003942

RECEIVED
18 MAR 21 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BayStar Family Retreat/Jessica Fisher
15334 Azra Dr., Odessa. FL 33556
813-399-7560 baystarfamilyretreat@gmail.com



3/15/18

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Letter Number: 418A00003942

Dear Florida Department of State,

The restatement of Articles of Incorporation was adopted by the Board of Directors on February 20, 2018 and does not contain any amendments requiring member approval.

Sincerely,

A handwritten signature in cursive script, reading "Jessica H. Fisher", located below the word "Sincerely,".

BayStar Family Retreat/Jessica Fisher



COVER LETTER

O: Amendment Section
Division of Corporations

NAME OF CORPORATION: BayStar Family Retreat

DOCUMENT NUMBER: N17000010018

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

Please return all correspondence concerning this matter to the following:

Jessica L. Fisher

(Name of Contact Person)

Baystar Family Retreat

(Firm/ Company)

15334 Azra Dr.

(Address)

Odessa, FL 33556

(City/ State and Zip Code)

baystarfamilyretreat@gmail.com

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

For further information concerning this matter, please call:

Jessica L. Fisher

(813)

399-7560

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

**AMENDED AND RESTATED ARTICLES
OF INCORPORATION OF
BAYSTAR FAMILY RETREAT INC**

These Articles of Incorporation supersede and take the place of the heretofore existing Articles of Incorporation and any amendments or restatements thereof of Baystar Family Retreat, Inc. (the "Corporation"), all pursuant to the provisions of the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes (the "FNPCA").

ARTICLE I

Name

The name of the Corporation is **Baystar Family Retreat, Inc**

ARTICLE II
Place of Business

The principal place of business address is 15334 Azra Dr. Odessa, FL 33556

ARTICLE III

Purpose

The specific purpose for which this corporation is exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) or the Internal Revenue Code, or corresponding sections of any future federal tax code.

ARTICLE IV

Bylaws

The manner in which the directors are elected or appointed is as provided in the Bylaws.

ARTICLE V

Principal Office, Registered Office, and Registered Agent

The name and Florida address of the registered agent is Jessica L. Fisher, 15334 Azra Dr. Odessa, FL 33556

ARTICLE IV

Incorporator

The name and address of the incorporator is Jessica L. Fisher, 15334 Azra Dr. Odessa, FL 33556

FILED
18 APR 12 AM 10:28

ARTICLE VII
Initial Officers and /or Director of the Corporation

Chair
Jessica L. Fisher
15334 Azra Dr.
Odessa, FL 33556

Vice-Chairman
Patrick Fisher
15334 Azra Dr.
Odessa, FL Odessa, FL 33556

Treasurer
Name
Address
City State Zip

Secretary
Name
Address
City State Zip

Director
Name
Address
City State Zip

ARTICLE VIII
Date of Incorporation

The effective date for this corporation shall be October 5, 2017.

ARTICLE IX
Activities and Restrictions

Section 1. No substantial part of the activities of the Corporation shall consist in carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under I.R.C. Section 501(c)(3). The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 2. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or reimbursement for reasonable expenses incurred, that are necessary to carrying out the exempt purposes of the Corporation.

Section 3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under I.R.C. Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2).

ARTICLE X

Directors

The business and affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than 3 as required by the FNPCA. The terms of office, qualifications, and method of election of the directors shall be as specified in the Bylaws (the "Bylaws").

ARTICLE XI

Officers

The officers shall exercise the lawful authority and power of this Corporation, and its business shall be conducted and carried on by them in accordance with the Bylaws.

ARTICLE XII

Powers

In order to accomplish the foregoing purposes, the Corporation shall have the following powers:

(a) To engage in any lawful enterprise calculated or designed to be profitable to the Corporation and in keeping with its stated purposes in the foregoing Article III hereof;

(b) To purchase, lease and hold real and personal property and any and every estate and interest therein and choses in action secured thereby; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property; to lend money upon such property and to take mortgages and assignments of mortgages on the same; and to transact any and all business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the Corporation;

(c) To borrow money and contract debts when necessary for the transaction of the business of the Corporation or for the exercise of its corporate rights or privileges, or for any other lawful purpose; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of such indebtedness payable at a specified time or times and secured by mortgage or otherwise;

(d) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds issued by, or evidences of indebtedness created by, any other corporation or corporations; and while owning said stock to exercise all of the rights, powers and privileges of ownership, including the right to vote thereon;

(e) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks, and any licenses or other rights or interest therein and thereunder;

(f) In general, to carry on any other business in connection with the foregoing and to have and

exercise all powers conferred by the laws of Florida upon corporations formed not for profit under the FNPCA, and any amendments thereto, and to do any and all things set forth herein to the same extent as a natural person might or could do.

ARTICLE XIII
Amendment and Conflicts

Section 1. These Articles of Incorporation may be amended by the Board of Directors of the Corporation by vote of a majority of the number of directors in office at the time that the amendment is adopted, provided that no amendment shall substantially change the original purposes of the Corporation.

Section 2. In the event of any conflict between these Articles of Incorporation and the Bylaws of the Corporation, these Articles of Incorporation will control.

ARTICLE XIV
Distribution of Assets on Dissolution

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the I.R.C., or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined by the Circuit Court of the county in which the principal office of the Corporation is then located.

ARTICLE XV
Limit on Powers

Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not carry on any activities which are not permitted to be carried on by an organization exempt from Federal income tax under I.R.C. Section 501(c)(3).

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Jessica L. Fisher
Required Signature of Registered Agent

2-20-18
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Jessica L. Fisher
Required Signature of Incorporator

2-20-18
Date

The date of each amendment(s) adoption: February 20, 2018 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 February 20, 2018

Signature

Jessica L. Fisher
(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)

Jessica L. Fisher

(Typed or printed name of person signing)

Chairman

(Title of person signing)