

# N17000010047

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

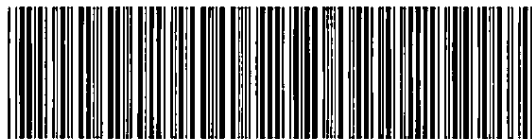
\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100416678321

RECEIVED  
JAN 10 2002  
FILING OFFICE

RECEIVED  
JAN 10 2002  
FILING OFFICE

RECEIVED  
JAN 10 2002  
FILING OFFICE

**FLORIDA FILING & SEARCH SERVICES, INC.**

**P.O. BOX 10662 TALLAHASSEE, FL 32302**

**155 Office Plaza Dr Ste A Tallahassee FL 32301**

**PHONE: (800) 435-9371; FAX: (866) 860-8395**

---

**DATE: 10/5/2023**

**NAME: PLASMA-THERM FOUNDATION, INC.**

**TYPE OF FILING: RESTATED ARTICLES**

**COST: 35.00**

**RETURN: PLAIN COPY PLEASE**

---

**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



---

## AMENDED AND RESTATED ARTICLES OF INCORPORATION

### OF

#### PLASMA-THERM FOUNDATION, INC.

a not for profit corporation

Pursuant to the provisions of Section 607.1006 and Section 607.1007 of the Florida Business Corporations Act (the "FBCA"), Plasma-Therm Foundation, Inc., a Florida not for profit corporation (the "Corporation") amends and restates its Articles of Incorporation as follows:

The Original Articles of Incorporation (the "Original Articles") for the Company were filed on October 5, 2017, made effective October 4, 2017, and assigned Florida document number N17000010047. The Original Articles were then amended by filing Articles of Amendment on July 31, 2023 (together with the Original Articles, the "Articles"). There are no other amendments to the Articles except as stated above.

#### ARTICLE I - Name

The name of this Corporation shall be the PLASMA-THERM FOUNDATION, INC. (the "Corporation").

#### ARTICLE II - Principal Office

The address of the principal office and the mailing address of the Corporation is 10050 16th St., North St. Petersburg, Florida 33716.

#### ARTICLE III – Purpose

A. The Corporation is organized exclusively for charitable, religious, scientific, educational, or literary 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code"); and for any other purpose that is or may be directly or indirectly related to facilitating fundraising programs to collect public donations of funds and materials that are permanently dedicated for direct distribution to individuals negatively impacted by disaster events or otherwise in need of humanitarian aid.

B. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not-For-Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; *provided*,

*however*, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's directors, 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 this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Amended and Restated Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

E. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject itself to tax under Section 4944 of the Code, nor make any taxable expenditures (as defined in Section 4945(d) of the Code).

#### ARTICLE IV - Term of Existence

The Corporation shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V - Registered Office and Agent

The name of the registered agent and the registered office where process may be served in the State of Florida is Abdul Lateef at 1005 16th St., North St. Petersburg, Florida 33716.

#### ARTICLE VI - Directors

A. The number of initial directors of the Corporation shall be four.

B. The number of directors may be increased or decreased from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, but there shall always be at least one director.

C. Directors, as such, may receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

#### ARTICLE VII - Amendment to Articles

These Amended and Restated Articles of Incorporation may be amended in the manner provided by applicable law.

#### ARTICLE VIII - Bylaws

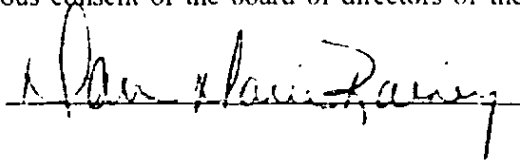
The power to adopt, alter, amend, or repeal the Bylaws shall be vested in the Board of Directors.

#### ARTICLE IX - Dissolution

A. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

WHEREOF, the Corporation has no members. The above Amended and Restated Articles of Incorporation were adopted by unanimous consent of the board of directors of the Corporation on October 4, 2023.



**REGISTERED AGENT ACCEPTANCE:**

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

