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TALLAHASSEE, FLORIDA

Amended/Restated

DEC 20 2017

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Shelter Foundation, Inc.

DOCUMENT NUMBER: N17000011015

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

Please return all correspondence concerning this matter to the following:

Michael Williams II

(Name of Contact Person)

Shelter Foundation, Inc.

(Firm/ Company)

1508 Goodwood Terrace

(Address)

Wellington, FL 33414

(City/ State and Zip Code)

mwilliams@shelter.vet

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

For further information concerning this matter, please call:

Dr. Kitty Bickford, Harbor Compliance

573

201-4832

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 13, 2017

MICHAEL WILLIAMS II
SHELTER FOUNDATION, INC.
1508 GOODWOOD TERRACE
WELLINGTON, FL 33414

SUBJECT: SHELTER FOUNDATION, INC.
Ref. Number: N17000011015

We have received your document for SHELTER FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 117A00025214

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF

SHELTER FOUNDATION, INC.

Pursuant to Sections 617.1002 and 617.007 of the Florida Not-For-Profit Corporation Act (the "Act"), Shelter Foundation, Inc., a Florida not-for-profit corporation originally incorporated on November 3, 2017, does hereby certify that:

A. These Amended and Restated Articles of Incorporation were duly adopted by the requisite vote of its Board of Directors on December 5, 2017;

B. No Members were entitled to vote on such Amended and Restated Articles of Incorporation.

ARTICLE I

NAME

1.01 Name

The legal name of this corporation shall be **Shelter Foundation, Inc.**

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation shall be perpetual.

ARTICLE III

PURPOSE

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2017 DEC 20 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3.01 Purpose

Shelter Foundation, Inc. is a non-profit corporation organized exclusively for charitable, religious, 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 the corresponding section of any future federal tax code.

Shelter Foundation, Inc.'s mission is to assist active duty, veterans, their immediate families, and the communities in which they reside. Many of the issues we face are multifaceted, and require help in more than one particular area.

Shelter Foundation is committed to helping fulfill those needs, whether through direct action, or through our network of cooperating non-profit organizations, local, state, and the federal government.

To maximize our effectiveness, we may seek to collaborate with other non-profit organizations which qualify as non-profit corporations under section 501(c) (3).

ARTICLE IV

NON-PROFIT NATURE / BENEFITS

4.01 Non-profit Nature

Shelter Foundation, 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 charitable, religious, educational or scientific 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 Shelter Foundation, 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 the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or 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.

4.03 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.

4.04 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.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) 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 (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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

Shelter Foundation, Inc. shall be governed by its board of directors.

5.02 Current Directors

The current directors of the corporation shall be:

President: Michael C. Williams II

Vice President: Delita Boyd

Secretary: John Teller

Treasurer: Kat Krum

5.03. Selection of Board Members

Initial board members were selected by the incorporator.

Shelter Foundation, Inc. Directors may be elected at any Board meeting by the majority vote of the existing Board of Directors.

ARTICLE VI

MEMBERSHIP

6.01 Membership

Shelter Foundation, 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 physical address of the corporation is: 1508 Goodwood Terrace, Wellington, FL 33414

The mailing address of the corporation is: 1508 Goodwood Terrace, Wellington, FL 33414


ARTICLE IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be: Registered Agents, Inc., 3030 N. Rocky Point Dr., STE 150A, Tampa, FL 33607

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Amended and Restated Articles of Incorporation on this 5th day of December 2017.



Michael C. Williams II
President

I certify that I am familiar with and accept the responsibilities of registered agent.



Bill Havre, Secretary
Registered Agents, Inc.