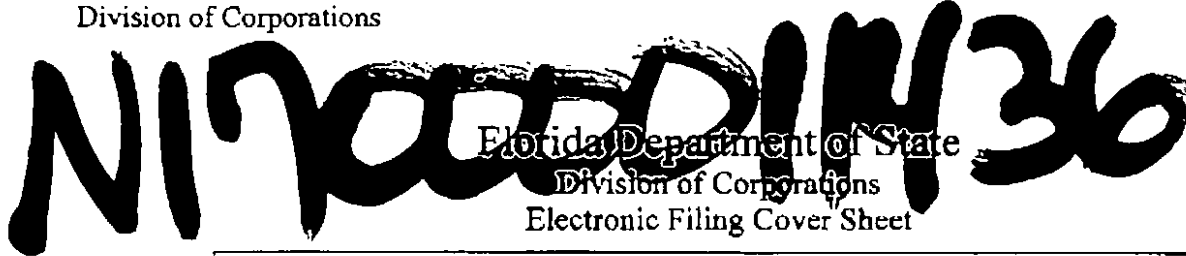


Division of Corporations

Page 1 of 1



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H18000258206 3)))



H180002582063ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : MCFARLAND, GOULD, LYONS, SULLIVAN & HOGAN,
Account Number : 119990000015
Phone : (727) 461-1111
Fax Number : (727) 461-6430

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
COUTURE FOR CAUSE, INC**

Certificate of Status	0
Certified Copy	0
Page Count	11
Estimated Charge	\$35.00

SEP 05 2018

S. YOUNG

Electronic Filing Menu

Corporate Filing Menu

Help

H18000258206 3

Articles of Amendment
to
Articles of Incorporation
of

COUTURE FOR CAUSE, INC

(Name of Corporation as currently filed with the Florida Dept. of State)

N17000011436

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name

B. Enter new principal office address, if applicable:

N/A

(Principal office address **MUST BE A STREET ADDRESS**)**C. Enter new mailing address, if applicable:**

N/A

(Mailing address **MAY BE A POST OFFICE BOX**)**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent: N/A

(Florida street address)

New Registered Office Address:

(City) Florida (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

H18000258206 3

18 SEP - 4 AM 10:17
TAMPA, FLORIDA
FILED

H18000258206 3

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input checked="" type="checkbox"/> Change	PT	Lisa Patel	2525 Park City Way
<input type="checkbox"/> Add			Tampa, FL 33609
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	VPD	Stacey Stabtai	846 Lincoln Road
<input checked="" type="checkbox"/> Add			6th Floor
<input type="checkbox"/> Remove			Miami, FL 33139
3) <input checked="" type="checkbox"/> Change	SD	Mona Patel	2525 Park City Way
<input type="checkbox"/> Add			Tampa, FL 33609
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	D	Darin Bahl	3212 N 40th Street, #102
<input checked="" type="checkbox"/> Add			Tampa, FL 33609
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

H18000258206 3

H18000258206 3

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHED

H18000258206 3

The date of each amendment(s) adoption: September 4, 2018, if other than the date this document was signed.

Effective date if applicable: N/A
(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 September 4, 2018

Signature Mona Patel
(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)

Mona Patel

(Typed or printed name of person signing)

Chairperson of the Board

(Title of person signing)

H18000258206 3

H18000258206 3

ARTICLE I - Name (NO CHANGE)ARTICLE II - Address (NO CHANGE)ARTICLE III - Purpose

The general purpose of the Corporation shall be to operate exclusively for charitable, educational, religious or scientific purposes as said terms are defined within Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, as well as any other exempt purposes described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended. The specific purpose of the Corporation shall be to raise funds for donations to other I.R.S. Section 501 (c)(3) approved not for profit entities through auctions and other events, said entities to be designated by the donor(s). It is further the purpose of this Corporation to create and raise awareness of available Section 501 (c)(3) organizations in need of donations as well as to educate the public of the great need of unfortunate children in developing areas of the world.

ARTICLE IV - NO CHANGEARTICLE V - NO CHANGEARTICLE VI - NO CHANGEARTICLE VII - General Scope of Activity

The corporation shall be a corporation not-for-profit, and no part of the income is distributable to its members, directors, or officers. The corporation is organized and shall be operated exclusively for the above-described purposes, no part of the net earnings of

H18000258206 3

which shall inure to the benefit of any private individual, no substantial part of the activities of which shall be carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this corporation will not carry on any 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 of 1954, as amended, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended.

ARTICLE VIII - NO CHANGE

ARTICLE IX - Membership

The qualifications of members and the manner of their admission shall be determined from time to time as needed or required by the Board of Directors in accordance with the By-Laws, these Articles of Incorporation, and with any applicable laws of the State of Florida or the United States of America, upon an applicant submitting an application and dues for membership and approval by the Board of Directors. The initial members of the Board of Directors shall be its initial Members.

ARTICLE X - NO CHANGE

ARTICLE XI - Board of Directors

The Board of Directors shall consist of not less than three (3) nor more than fifteen (15) persons, elected by the membership at the annual membership meeting. The initial

H18000258206 3

members of the Board of Directors, who shall serve until the first annual meeting of the membership shall be:

NAME	ADDRESS
Mona Patel	2525 Park City Way Tampa, Florida 33609
Stacy Stabtai	846 Lincoln Road, 6 th Floor Miami, Florida 33139
Darin Bahl	3212 N 40 th Street, #102 Tampa, Florida 33609

ARTICLE XII - Officers

The corporation shall be managed by a President, a Vice President, a Secretary and a Treasurer to be elected from time to time pursuant to the By-Laws of the Corporation.

The duties of each Officer shall be determined from time to time by the By-Laws and by the Board of Directors. The following are the initial officers of the Corporation:

Lisa Patel	2525 Park City Way Tampa, Florida 33609	President/Treasurer
Mona Patel	2525 Park City Way Tampa, Florida 33609	Secretary
Stacey Stabtai	846 Lincoln Road, 6 th Floor Miami, Florida 33139	Vice President

ARTICLE XIII By-Laws

The initial By-Laws of the corporation shall be established and adopted by the corporation by unanimous agreement of the corporation's first Board of Directors. Thereafter, the By-Laws of the corporation are to be made, altered or rescinded by a two-

H18000258206 3

thirds (2/3) majority of the Board of Directors, subject to the approval of a majority of the membership present and voting at a duly called meeting of the membership.

The By-Laws of the corporation, among other matters, shall hereafter from time to time set forth the requirements for membership, and the requirement for a meeting of the membership of the corporation to conduct such business as is necessary to be conducted in a meeting of the membership of the corporation. Initially, all members of the Board of Directors shall be the members of the Corporation together with other members that may be admitted upon the provisions of the By-Laws adopted from time to time hereafter.

ARTICLE XIV - Amendments

Amendments to these Articles of Incorporation shall be adopted by a two-thirds (2/3) majority of the Board of Directors, subject to the approval of a majority of the membership present and voting at a duly called meeting of the membership; PROVIDED HOWEVER, that the amendment is filed with the Department of State, approved by it, and all filing fees are paid.

ARTICLE XV - Corporate Powers

This corporation is to have the power to do any and all things necessary or expedient for carrying out the purposes of the corporation and to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations not-for-profit under the laws of the State of Florida as set forth in Chapter 617 of the Florida Statutes, as amended from time to time, including but not limited to the following powers:

- (1) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

H18000258206 3

- (2) Elect or appoint such Officers and agents as its affairs shall require and allow them reasonable compensation.
- (3) Adopt, change, amend and repeal By-Laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
- (4) Increase, by a vote of its members cast as the By-Laws may direct, the number of its Directors, managers or trustees so that the number shall not be less than three (3) but may be any number in excess thereof.
- (5) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.
- (6) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- (7) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.
- (8) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.
- (9) Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purpose.
- (10) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
- (11) Merge and consolidate with other corporations not-for-profit, domestic and foreign, provided that the surviving corporation is a corporation not-for-profit and exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.
- (12) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this part in any state, territory, district, or possession of the United States of any foreign country.
- (13) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise

H18000258206 3

use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not-for-profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

- (14) Lend money for its corporate purposes, invest and reinvest its fund, and take and hold real and personal property as security for the payment of funds so loaned or invested.

ARTICLE XVI - Limitations on Corporate Powers

Notwithstanding any provisions of these Articles of Incorporation to the contrary, or any provision of state or federal law not inconsistent herewith, the following shall be controlling restrictions upon the corporation:

- (1) The corporation shall not exercise any power, right, privilege or immunity, except in furtherance of an exempt purpose as defined in the relevant statutes of the Internal Revenue Code.
- (2) The corporation shall not exercise any power, right, privilege or immunity, that would constitute the carrying on of a trade or business for profit within the meaning of the relevant statutes of the Internal Revenue Code.
- (3) The corporation shall not have nor issue shares of stock. No dividends shall be paid, and no part of the income of the corporation shall be distributed to its members, Directors or officers, PROVIDED HOWEVER, that the corporation may pay compensation in a reasonable amount to its members, Directors and Officers for services rendered, and may confer benefits upon its members in conformity with its purposes.
- (4) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, its individual members, directors, officers or other 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 herein.
- (5) 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 publishing or distribution of statements) any political campaign on behalf of any

H18000258206 3

candidate for public office except as authorized under the Internal Revenue Code.

- (6) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE XVII - Distribution on Dissolution or Liquidation

In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no Officer, Director or member shall be entitled to any distribution or division of its remaining property or to its proceeds, and the residual assets of the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the Order of any Court of competent jurisdiction, exclusively for purposes within the intendment of Internal Revenue Code Sections 501(c)(3) and 170(c)(2) and the regulations thereunder as the same now exist or as they may be hereafter amended from time to time, to one or more organizations which are exempt as organizations described in said Sections 501(c)(3) with purposes consistent with the purposes of this corporation as set forth in Article III herein.



MONA PATEL,
Chairperson of Board of Directors