

N17000011554

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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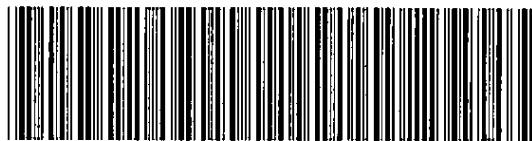
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FL

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FEB 28 2019

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

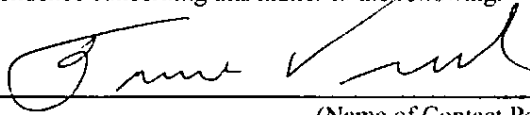
NAME OF CORPORATION: ACX Foundation, Inc.

DOCUMENT NUMBER: N17000011554

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

Please return all correspondence concerning this matter to the following:

James Virilli



(Name of Contact Person)

(Firm/ Company)

325 North End Avenue, No. 16G

(Address)

New York, NY 10282

(City/ State and Zip Code)

jvirilli@teamacx.com

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

For further information concerning this matter, please call:

James Virilli

973

417-2466

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:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

Articles of Amendment  
to  
Articles of Incorporation  
of

ACX Foundation, Inc.

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

N17000011554

(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:

NA

*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;

(Principal office address **MUST BE A STREET ADDRESS**)

NA

C. Enter new mailing address, if applicable;

(Mailing address **MAY BE A POST OFFICE BOX**)

NA

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:

NA

(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*

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

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3 ) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<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			_____

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

The Articles of Incorporation are amended in their entirety and replaced with the Amended Articles of  
Incorporation attached hereto and incorporated herein.

February 26, 2019

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

NA

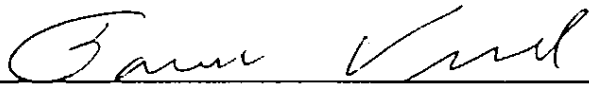
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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 26, 2019 \_\_\_\_\_

Signature  \_\_\_\_\_  
(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)

James Virrilli

\_\_\_\_\_  
(Typed or printed name of person signing)

Sole Director

\_\_\_\_\_  
(Title of person signing)

## AMENDED ARTICLES OF INCORPORATION

Pursuant to the non-profit corporation laws of the State of Florida, the undersigned, being the sole initial director named in the Articles of Incorporation of ACX Foundation, Inc. as filed with the Secretary of State of the State of Florida on November 17, 2017, File No. N17000011554, and who is a citizen of the United States, does hereby submit these Amended Articles of Incorporation:

### ARTICLE 1

#### Name

The name of the corporation is ACX Foundation, Inc.

### ARTICLE 2

#### Existence

The corporation shall have perpetual existence.

### ARTICLE 3

#### Effective Date

The effective date of these Amended Articles of shall be upon filing by the Secretary of State.

### ARTICLE 4

#### Members

The corporation will not have members

### ARTICLE 5

#### Type of non profit corporation

The corporation is not for profit and is a Public Benefit Corporation

### ARTICLE 6

#### Registered Agent and Office

The street address of the initial registered office of the corporation is:

1365 N. Courtenay Parkway  
Merritt Island, FL 32953

The name of the initial registered agent is:  
Robert Hipple

### ARTICLE 7

#### Principal Office

The corporation has a principal office. The street address of the current principal office is:

No. 16G  
New York, NY 10282

## **ARTICLE 8**

### **Mailing Address**

The mailing address of the corporation is the same as the principal office

## **ARTICLE 9**

### **Directors**

The corporation's initial director is as follows:

James Virilli  
325 North End Avenue  
No. 16G  
New York, NY 10282

## **ARTICLE 10**

### **Indemnification**

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

## **ARTICLE 11**

### **Purpose**

The purpose of the corporation is 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 and herein stated as follows:

To assist and provide for children suffering from injury, disease, or birth defects and their families, and to assist and provide for injured US Military veterans and their families.

## **ARTICLE 12**

### **Prohibited Activities**

No part of the net earnings of the corporation 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 Article 11. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## **ARTICLE 13**

### **Distributions Upon Dissolution**

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities 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 the 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

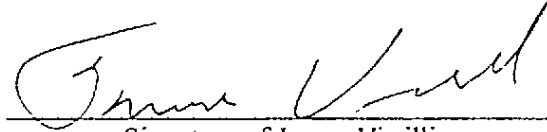


and operated exclusively for such purposes.

**ARTICLE 14**  
**Incorporator**

The name and address of the Incorporator is:

James Virilli  
325 North End Avenue  
No. 16G  
New York, NY 10282

A handwritten signature in dark ink, appearing to read "James Virilli", is written over a horizontal line.

Signature of James Virilli

Tuesday, February 26, 2019.