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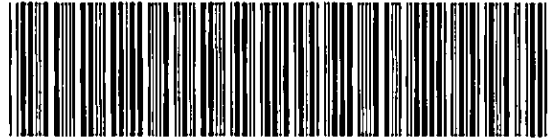
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R. WHITE

DEC 13 2018

FILED
2018 DEC 13 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Rose Dynasty Foundation, Inc.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Jason DeShazo

(Name of Contact Person)

Rose Dynasty Foundation, Inc.

(Firm/ Company)

8439 Adele Road

(Address)

Lakeland, Florida 33810

(City/ State and Zip Code)

jason@rosedynastyfoundationinc.org

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

For further information concerning this matter, please call:

Jason DeShazo

(813)

416-3695

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

November 30, 2018

JASON DESHAZO
8439 ADELE RD
LAKELAND, FL 33810

SUBJECT: ROSE DYNASTY FOUNDATION INC
Ref. Number: N17000012065

We have received your document for ROSE DYNASTY FOUNDATION INC and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

It appears that you have submitted two documents under one filing fee. Please chose which document you wish to file. Also, the attached document cannot be titled "Articles of Incorporation" because this entity already has Articles of Incorporation on file with this office. You may title it "Amended and Restated Articles of Incorporation," or you can title it "Attachement to the articles of amendment to articles of incorporation" and file it along with the articles of amendment.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 018A00024496

RECEIVED
2018 DEC 13 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FL

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF
Rose Dynasty Foundation
(A Non-Profit Organization)

FILED
2018 DEC 13 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FL

We, the undersigned have this 6th day of December , 2017, voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the said non-profit corporation is **Rose Dynasty Foundation**, herein after referred to as the "corporation."

ARTICLE II

The initial street address of the principal office of this corporation is 8439 Adele Road, Lakeland Florida 33810. The Board of Directors may from time to time move the principal office to any other address in Florida without amending the articles of incorporation.

ARTICLE III

The duration of the Corporation is perpetual.

ARTICLE IV

The specific purposes for which this corporation is organized is as follows:

A. STATEMENT OF PURPOSE: This corporation is organized and operated exclusively for charitable purposes as set forth in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including for such purposes, in-kind support and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

B. SPECIFIC PURPOSE: Rose Dynasty mentors, fundraises, and brings awareness utilizing drag and variety dinner shows as well as, other special events. We strive to provide a safe and family-friendly atmosphere for LGBTQ+ individuals no matter their gender, race, sexual orientation, and/or religion. Rose Dynasty's desire is to promote inclusion and community with a message stating that you are Loved, Accepted, and Wanted.

C. The foregoing statement of purpose or purposes shall be construed as a statement of both purpose and powers and the purposes and powers in each clause shall, except where otherwise expressed, be in no ways limited or restricted by reference to or inference from the terms of provisions of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE V

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 IV hereof.

ARTICLE VI

The name and address of the initial Registered Agent and Office of this corporation shall be Jason J. DeShazo, whose street address is 8439 Adele Road, Lakeland, Florida 33810.

ARTICLE VII

There shall be classes of membership of the Corporation, to wit:

- A. BOARD OF DIRECTORS: There shall be at least Three (3) members of the Board of Directors and the number shall be determined from time to time by the Board of Directors. Members of the Board of Directors shall be persons with a paramount interest in and be dedicated to the objectives of the Corporation. They shall be selected from diversified occupations and geographical locations in which the Corporation operates. Members of the Board of Directors shall have full voting rights at all meetings of the Corporation but such members shall not be required to pay dues.
- B. This corporation shall have members as set forth in the Bylaws of said corporation. Such members will not have voting rights.

ARTICLE VIII

The By-Laws of said Corporation shall define the duties of the Directors, Officers and Trustees of the Corporation; that the manner of election and term of office of the Directors, Officers and Trustees of the Corporation shall be as set forth in the By-Laws of the Corporation; that the number of persons to serve in the capacity of Directors may be changed from time to time by the By-Laws of said Corporation, and that said Corporation is hereby granted authority to make a Code of By-Laws for its government, and to amend the same from time to time as provided in said By-Laws.

- A. The Board of Directors, their nominations, election or appointment, installation of election or appointment, power and authority shall be in accordance with the provisions of the By-Laws of this Corporation.
- B. The governing body of this Corporation shall be its Board of Directors, and from said Board of Directors they shall elect the following officers: President, Vice President, Secretary and Treasurer. Said elected officials shall be called the Officers of the Corporation, and shall consist of no less than three members. The qualifications, manner and time of selection, duties and responsibilities of said officers shall be published in the By-Laws.
- C. The names and addresses of the persons who are to act in the capacity of Directors of this Corporation until the selection of their successors are as follows:

Director :
Jason J. DeShazo
8439 Adele Road
Lakeland, Florida 33810

Director:
Joshua L. Collins
2728 Amanda Kay Way
Kissimmee , Florida 34744

Director:
Scott P. DeShazo
8439 Adele Road
Lakeland, Florida 33810

Director:
Mark W. Batdorf Jr.
17023 83rd Place North
Loxahatchee, Florida 33470

Director:
Heather L. O'Brien- Rothmann
10619 Village Lake Rd
Windermere, Florida 34786

Director:
Candance L. Tucker
935 15th Street NE
Winter Haven, Florida 33881

ARTICLE IX

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 candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or 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 corresponding section of any future federal tax code

ARTICLE X

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 purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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.

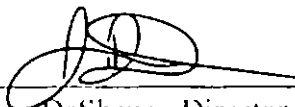
ARTICLE XI

The said Corporation is organized pursuant to the General Non-profit Corporation Law.


ARTICLE XII

Recommendations to adopt, alter, amend or rescind the By-Laws of the Corporation shall be approved by a majority vote of the Board of Directors of the Corporation. The Articles of Incorporation may be amended by a majority vote of the Board of Directors of the Corporation.

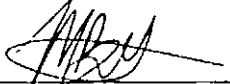
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of November, 2017



Jason DeShazo, Director



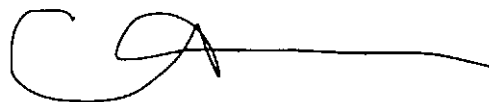
Scott Smith, Director



Mark W. Batdorf Jr., Director



Joshua Collins, Director



Candance L. Tucker



Heather L. O'Brien-Rothmann

November 6, 2018

The date of each amendment(s) adoption: _____, 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 11-7-2018 _____

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)

Jason DeShazo

(Typed or printed name of person signing)

President

(Title of person signing)