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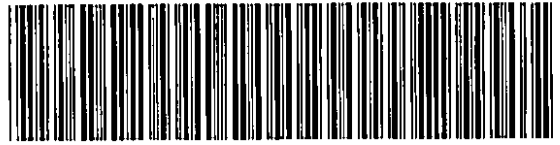


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**International Movement Arts Academy, Inc.
5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308**

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: International Movement Arts Academy, Inc.
Document Number: N18000000305

The enclosed Amended and Restated Articles of Incorporation of International Movement Arts Academy, Inc., a Florida Not for Profit Corporation, and fee, are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lenyn V. Cano, Executive Director
International Movement Arts Academy, Inc.
5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308
E-mail: internationalmovementacademy@gmail.com

For further information concerning this matter, please call:

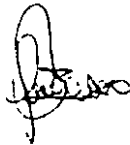
Lenyn V. Cano at (954) 393-3082

Enclosed is a check for the following amount made payable to the Florida Department of State:

<input type="checkbox"/> \$35 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	<input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional copy is enclosed)
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Thank you for your attention to, and assistance with, this matter.

Regards,



Lenyn V. Cano, Executive Director
International Movement Arts Academy, Inc.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

**INTERNATIONAL MOVEMENT ARTS ACADEMY, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

Pursuant to the applicable provisions of Sections 617.1002, 617.1006, and 617.1007, of the Florida Statutes, the undersigned Florida Not for Profit Corporation, **International Movement Arts Academy, Inc.** (hereinafter the "Corporation"), desiring to amend and restate its Articles of Incorporation, hereby certifies:

FIRST: The Corporation's Articles of Incorporation were filed with the Secretary of State of Florida on January 9, 2018, Document Number N18000000305.

SECOND: These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them. There are no members or members entitled to vote on the amendments, and these Amended and Restated Articles of Incorporation were adopted by the board of Directors of the Corporation at a meeting which was held on JUNE 30, 2018, in accordance with the Corporation's Bylaws. To effect the foregoing, the Articles of Incorporation filed on January 9, 2018, are hereby amended and restated in its entirety as herein set forth in full:

**ARTICLE I
CORPORATION NAME**

The name of the Corporation is International Movement Arts Academy, Inc.

**ARTICLE II
PRINCIPAL OFFICE ADDRESS**

The Corporation's principal office address is:

5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308

**ARTICLE III
MAILING ADDRESS**

The Corporation's mailing address is:

5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308

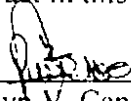
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CLERK OF DISTRICT COURT
NORTH DARIEN, FLORIDA

ARTICLE IV
REGISTERED AGENT

The name and address of the registered agent of the Corporation is:

Lenyn V. Cano
5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Lenyn V. Cano
June 30, 2018

ARTICLE V
DURATION AND MEMBERSHIP

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's Bylaws.

ARTICLE VI
BOARD OF DIRECTORS

The method of selection of Directors and the number of Directors shall be stated in the Corporation's Bylaws.

The Corporation's Directors are:

Stephen Ferrante, Board Chair
3680 NE 16th Avenue
Fort Lauderdale, Florida 33334

Gabriel Ochoa, Vice Chair
3226 Arthur Terrace, Hollywood, Florida 33021

Elkin Alfred, Secretary
1105 South Flagler Avenue, #606
Pompano Beach, Florida 33060

ARTICLE VII
EXECUTIVE DIRECTOR

The Executive Director, as provided for in the Corporation's Bylaws, is:

Lenyn V. Cano, Executive Director
5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

Lenyn V. Cano
5208 N.E. 24th Terrace, Suite F-120
Fort Lauderdale, Florida 33308

ARTICLE IX
CORPORATE PURPOSES

The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. To promote positive youth development through the movement arts of gymnastics, acrobatics, and dance; and, in general, to exercise any and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purpose can be authorized to exercise.
3. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

5. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X

501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES.** Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, this 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 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.
2. **EXCLUSIVITY.** The Corporation is organized exclusively for charitable and educational purposes.
3. **NO PRIVATE INUREMENT.** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any private person or individual. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in carrying out, and to make payments and distributions in furtherance of, the purposes set forth in these Amended and Restated Articles of Incorporation.
4. **LOBBYING AND POLITICAL CAMPAIGNS.** 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.
5. **DISSOLUTION.** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt 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 such purposes or to such

organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XI
DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

ARTICLE XII
INDEMNIFICATION

Indemnification of the Corporation's Officers and Directors shall be pursuant to the Corporation's Bylaws.

ARTICLE XIII
AMENDMENT

These Amended and Restated Articles of Incorporation may be amended in accordance with, and as provided for in, the Corporation's Bylaws.

IN WITNESS WHEREOF, I have executed these Amended and Restated Articles of Incorporation of International Movement Arts Academy, Inc., on this 30 day of JUNE, 2018.



Stephen Ferrante, Board Chair