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Articles of Amendment
to
Articles of Incorporation
of

Doing Our Part INC.

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

N 18 000002376

(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:

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

N/A

C. Enter new mailing address, if applicable:

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

N/A

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:

N/A

(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.

N/A

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 PTD 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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action (Check One)	Title	Name	Address
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)

See Attached,

Amended Mission Statement (Article III Pg 1)

Additional Article XIII - Conflict of Interest Pg 2-

Additional Article ~~XIV~~ - Non-Discrimination Pg 7
Policy

Additional Article XV - Bingo + Gaming Pg 8

Amendment of Article III

Article III Purpose Statement

The purpose of Doing Our Part, Inc. is to assist less fortunate individuals, families and schools in our community with basic day to day living essentials, not limited to but including, food, clothing, educational supplies and household items.

Doing Our Part, Inc. is a non-profit corporation organized for charitable and educational purposes including for such purposes, the making of distributions that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax codes.

Officers and volunteers of Doing Our Part, Inc. will network with various qualified 501(c)(3) non-profit organizations to obtain needed referrals in our area and access the ability of our organization to fill the needs as they arise.

Continual support of such charitable activities, but not limited to, working with local schools to insure that all needy students have the basic clothing and educational supplies needed to promote a confident, successful learning experience. Volunteer ambassadors of Doing Our Part, Inc. will also assist schools with on-going mentoring, tutoring, and educational support to students and their families as needed throughout the school year and beyond.

Doing Our Part, Inc shall consistently communicate and cooperate with other qualified 501(c)(3) organizations in our geographic area to insure that we, as an organization, stay current with the needs in our community. By Building partnerships with such organizations we can continue to strengthening our mission goals while still enhancing the lives of those less fortunate in our area.

Doing Our Part, Inc will continue to ensure the longevity of our organization by hosting and participating in fundraisers throughout the year. We'll educate corporations, small business owners and individuals to the specific needs and deficits in our community. We will be able to secure in kind contributions, donations and gifts from concerned individuals and businesses to insure the continued growth and success of Doing Our Part, Inc. as recognized as a 501(c)(3) non-profit organization. Our goal is easing the burden of local, state and federal government.

Article XIII Conflict of Interest Policy

Purposes:

It is important for Doing Our Part, Inc. directors, officers and staff to be aware that both real and apparent conflicts of interest or duties of interest sometimes occur in the course of conducting the affairs of the corporation and that the appearance of can be troublesome even if there in fact no conflict whatsoever.

Conflicts occur because the many persons associated with the corporation should be expected to have and do in fact generally have multiple interests and affiliations and various positions of responsibility within the community. In these situations a person will sometimes own identical duties of loyalty to two or more corporations. The purpose of the conflict of interest policy is to protect the corporations' tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or might result in a possible excess benefit transaction. The policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Conflicts are undesirable because they potentially or eventually place the interests of others ahead of the corporations' obligations to its charitable purposes and to the public interest. Conflicts are also undesirable because they often reflect adversely upon the person involved and upon the institutions with which they are affiliated, regardless of the actual facts or motivations of the parties. However, the best long-range interests of the corporation do not require the termination of all association with persons who may have real or apparent conflicts that are harmless to all individuals or entities involved.

Each member of the Board of Directors and staff of the corporation have a duty of loyalty to the corporation. The duty of loyalty generally requires a director or staff member to prefer the interests of the corporation over the directors / staffs interest or the interest of others. In addition, directors and staff of the corporation shall avoid acts of self-dealing which may adversely affect the tax exempt status of the corporation or cause there to arise any sanction or penalty by a governmental authority.

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

Definitions

Interested Persons:

Any Director, principal officer or member of a committee with governing board delegated powers who has a direct or indirect financial interest as defined below, is an interested person.

Financial Interest:

A person has financial interest if the person has directly or indirectly, through business, investment or family.

An ownership or investment interest in any entity with which the corporation has a transaction or arrangement.

A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, (OR)

A potential or investment interest in or compensation arrangement with any entity or individual with which the corporation is negotiating a transaction or arrangement.

Compensation includes direct or indirect remuneration as well as gifts or favors that are not insubstantial. Financial interest is not necessarily a conflict of interest under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Procedures

Duty to Disclose:

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

Determining whether a conflict of interest exists:

After disclosure of the financial interest and all material facts and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Procedures for addressing the conflict of interest:

- (A) An interested person may make a presentation at the governing board or committee meeting but after the presentation, he/she shall leave the meeting during the discussion of and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (B) The chairperson of the governing board of directors or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or agreement.
- (C) After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- (D) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporations' best interest, for its own benefit and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Violations of the conflict of interest policy:

If the governing or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. If after hearing the members response and after making further investigations as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Records of Proceedings

Minutes:

The minutes of the governing board and all committees with board delegated powers shall contain;

- (A) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present,

and the governing board or committees decision as to whether a conflict of interest in fact existed.

(B) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Compensation

- (A) A voting member of the governing board who receives compensation directly or indirectly from the corporation for services is precluded from voting on matters pertaining to that member's compensation.
- (B) A voting member of any committee whose jurisdiction includes compensation, directly or indirectly from the corporation for services is precluded from voting on matters pertaining to that member's compensation.
- (C) No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to the committee regarding compensation.

Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- (A) Has received a copy of the conflicts of interest policy
- (B) Has read and understands the policy
- (C) Has agreed to comply with the policy
- (D) Understands that the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax exempt purposes.

Periodic Reviews

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (A) Whether compensation arrangements and benefits are reasonable, based on competent survey information and the results of arms length bargaining.

(B) Whether partnerships, joint ventures and arrangements with management corporations conform to the corporations written policies, are properly recorded, reflect reasonable investment or payments of goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Certification of Adoption of Conflict of Interest Policy and Agreement

I do hereby certify that the above stated Conflict of Interest Policy and Agreement for Doing Our Part, Inc were approved and adopted by the Board of Directors on this date _____ and constitute a complete copy of the Conflict of Interest Policy of the Corporation.

Secretary Joseph F. Fischer Joseph F. Fischer Date: 5-18-18

Director Shari L Samples Shari Samples Date: 5/18/18

Trustee Donna L. Lawson Donna L. Lawson Date: 5-18-18

Trustee John E. Brennan John E. Brennan Date: 5-18-18

Trustee Beth A. Behrendt Beth A. Behrendt Date: 5-18-18

ADDITIONAL ARTICLE

Article XIV Non-Discrimination Policy

Doing Our Part, Inc. does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status in any of its activities or operations.

ADDITIONAL ARTICLE

Article XV Bingo & Gaming

We will not operate Bingo but will utilize raffle games in our annual banquet fundraisers or at times on the corporation's web site.

An example of this activity would be offering 50/50 raffle games at our fundraising banquets and auctions. The participants will receive a ticket for their donation of low value (i.e. \$1.00) and with each ticket they would have one chance of winning half of the money collected. The other half of the pot will go towards the fundraising goals.

There will be no compensation of any sort for volunteers who help with these activities and all donations and expenses will be documented as they occur.

The date of each amendment(s) adoption: 5-18-18, if other than the date this document was signed.

Effective date if applicable: 5-18-18
(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 5-31-18

Signature Shari Samples

(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)

Shari Samples
(Typed or printed name of person signing)

Director
(Title of person signing)