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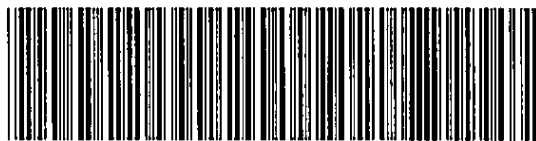
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JUN 05 2018



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PARALEGAL
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June 1, 2018

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: OAX Cares Booster Club, Inc.
Document Number: N18000004481

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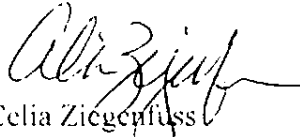
Dear Sir/Madam:

Enclosed for filing are Amended and Restated Articles of Incorporation for OAX Cares Booster Club, Inc.

Also enclosed is a check in the amount of \$35.00, to cover the filing fee.

Sincerely,

Shutts & Bowen LLP


Celia Ziegenfuss
Paralegal

Enclosures

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
OAX CARES BOOSTER CLUB, INC.**

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Pursuant to the provisions of Section 617.1007 of the Florida Statutes, the OAX CARES BOOSTER CLUB, INC., a Florida not for profit Corporation (the "**Corporation**"), whose Articles of Incorporation were originally filed with the Florida Department of State on April 20, 2018, and assigned document number N18000004481, hereby amends and restates its Articles of Incorporation in their entirety.

These Amended and Restated Articles of Incorporation (these "**Articles**") were duly adopted by the Board of Directors of the Corporation as further described below.

**ARTICLE I
NAME AND ADDRESS**

(a) The name of the corporation governed by these Articles shall be "OAX CARES BOOSTER CLUB, INC." (the "**Corporation**").

(b) The street address of the Corporation's initial principal office shall be 7099 SE 22nd Ave Ocala, Florida 34480.

(c) The Corporation's mailing address shall be 7099 SE 22nd Ave Ocala, Florida 34480.

**ARTICLE II
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES; RESTRICTIONS**

(a) Subject to the restrictions set forth in Paragraph (a) below, the Corporation is organized to receive and administer real and personal property and to apply such property, as well as the income it produces, exclusively for charitable and educational purposes, to teach sports to youth or to affiliate with an exempt educational organization; to foster national or international amateur sports competition; and to primarily conduct or to support and develop amateur athletes for national or international sport competition as a qualified amateur sports organization, as such term is described in Sections 501(c)(3) and 501(j) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax laws (the "**Code**").

(b) Despite any other provision of these Articles:

(1) No part of the net earnings of the Corporation shall inure to the benefit of any Member, Director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, affecting one or more of its purposes).

(2) No Member, Director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(3) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(4) Despite any other provision of these Articles or Florida law to the contrary, the Corporation shall not carry on any activities that are not permitted for an organization exempt under Code Sections 501(a) and 501(c)(3), or by organizations, contributions to which are deductible under Code Section 170(c)(2). The Corporation shall at all times operate as an organization exempt from federal income tax under Section 501(c)(3) of the Code, and nothing in these Articles shall be construed to the contrary.

ARTICLE IV **POWERS**

Subject to the restrictions in these Articles, the Corporation shall have the authority to exercise all of the powers conferred upon not for profit corporations under the laws of the State of Florida.

ARTICLE V **MEMBERS**

The Corporation shall have one class of members. The rights of Members, and the qualification, appointment, and designation of members, shall be as set forth in the Corporation's Bylaws.

ARTICLE VI **DIRECTORS**

(a) All corporate powers shall be exercised by or under the authority of, and the Corporation's affairs shall be managed by, the Corporation's Board of Directors.

(b) The names and addresses of the current members of the Board of Directors are as follows:

- | | | |
|----|--|----------|
| 1) | CYNDI GONZALEZ
7099 SE 22 nd Ave
Ocala, Florida 34480 | Director |
| 2) | BEKKI KOPPENHAFFER
628 SE 24 th Street
Ocala, Florida 34480 | Director |
| 3) | RENEE JONES
5114 SE 41 st Ave.
Ocala, Florida 34481 | Director |
| 4) | MICHELLE QUINTON
5091 SE 17 th St.
Ocala, Florida 34471 | Director |

(c) The manner in which future Directors are to be elected or appointed shall be as set forth in the Corporation's Bylaws. The number of Directors may be increased or decreased in the manner provided in the Corporation's Bylaws, but the Corporation shall always have at least three (3) Directors.

ARTICLE VII **OFFICERS**

The names and addresses of the currently acting officers of the Corporation, who shall continue to serve until successors are duly qualified and appointed pursuant to the Bylaws of the Corporation, are as follows:

<u>Name</u>	<u>Officer Position</u>
CYNDI GONZALEZ 7099 SE 22 nd Ave Ocala, Florida 34480	President
BEKKI KOPPENHAFFER 628 SE 24 th Street Ocala, Florida 34480	Treasurer

RENEE JONES
5114 SE 41st Ave.
Ocala, Florida 34481

Chairperson

ARTICLE VIII BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The powers to alter, amend, or repeal the Bylaws, or adopt new Bylaws, shall be vested in the Board of Directors, unless otherwise provided in the Bylaws.

ARTICLE IX AMENDMENT OF ARTICLES OF INCORPORATION

The Board of Directors may alter, amend, or restate these Articles at any time, and shall follow the applicable procedures prescribed under the laws of the State of Florida for amending the articles of incorporation for a not for profit corporation. However, no change may ever be made to these Articles that would result in the denial of tax-exempt status to the Corporation under Code Section 501(c)(3).

ARTICLE X DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the remaining assets of the Corporation shall be paid to such one or more corporations, funds, foundations, or organizations selected by the Board of Directors which at such time are themselves recognized as exempt and described in Code Section 501(c)(3).

ARTICLE XI REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Corporation's registered agent are as follows:

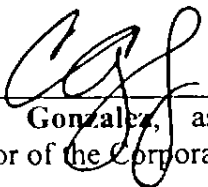
CYNDI GONZALEZ
7099 SE 22nd Ave
Ocala, Florida 34480

[Signatures appear on the next page]

ADOPTION OF AMENDMENT

These Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors of the Corporation. There are no members or members entitled to vote on adoption of these Articles.


The undersigned, CYNDI GONZALEZ, as a Director and President of the Corporation, executes and submits these Amended and Restated Articles of Incorporation and affirms the truth of all facts stated in these Articles, as of May 30th, 2018. These Amended and Restated Articles of Incorporation shall be effective upon filing with the Florida Department of State.



Cyndi Gonzalez, as President and a
Director of the Corporation

CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above-stated Corporation at the place designated in its Articles of Incorporation, the undersigned hereby agrees to act in such capacity and confirms that he or she is familiar with, and accepts the obligations provided for in, Florida Statutes Section 617.0502.



Cyndi Gonzalez, Registered Agent
Dated: May 30th, 2018.