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(Requestor's Name)

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(City/State/Zip/Phone #)

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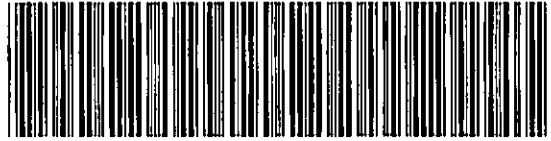
(Business Entity Name)

(Document Number)

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Amend

MAY 13 2019
ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Finances for the fearless Corporation

DOCUMENT NUMBER: N18000009676

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

Please return all correspondence concerning this matter to the following:

Josef Overton
(Name of Contact Person)

Finances for the fearless
(Firm/ Company)

401 W. Kennedy Blvd. Tampa, FL 33606 Box 2F
(Address)

Tampa, FL 33606
(City/ State and Zip Code)

Josef.Overton@finances4fearless.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Josef Overton at (813) 482-4513
(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

Articles of Amendment
to
Articles of Incorporation
of

Finances for the Fearless Corporation

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

N18000009676

(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**)

401 W. Kennedy Blvd
Tampa, FL 33606

C. Enter new mailing address, if applicable:

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

401 W. Kennedy Blvd
Tampa, FL 33606
Box 2F

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:

Josef Overton

401 W Kennedy Blvd.

(Florida street address)

New Registered Office Address:

Tampa

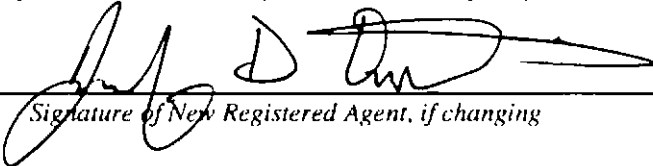
(City)

Florida 33606

(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:

☒ Change	<u>PT</u>	<u>John Doe</u>
☒ Remove	<u>V</u>	<u>Mike Jones</u>
☒ 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) ☐ Change ☒ Add ☐ Remove	<u>BOD</u>	<u>Joe Marasullo</u>	<u>45 tudor city place</u> <u>New York City, NY.</u> <u>10017</u>
2) ☐ Change ☒ Add ☐ Remove	<u>BOD</u>	<u>Dr. Deidre Dixon</u>	<u>401. W Kennedy Blvd.</u> <u>Tampa, FL.</u> <u>33606</u>
3) ☐ Change ☒ Add ☐ Remove	<u>BOD</u>	<u>Frank Convasio</u>	<u>2378 Waltham St.</u> <u>Pensacola, FL.</u> <u>32505</u>
4) ☐ Change ☐ Add ☐ Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
5) ☐ Change ☐ Add ☐ Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
6) ☐ Change ☐ Add ☐ Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

The attached Articles within this envelope will, in full, be used to modify/amend the previous Articles that were filed on September 06, 2018.

The Amended Articles will include the previous Board members, and will add (3) three new members.

The Articles attached, that have not yet been filed, will in full, be binding over any previous submitted Articles.

Finances for the Fearless Corporation
Amended
Articles of Incorporation

Article I

1.01 Name

The name of this Corporation shall be:
Finances for the Fearless Corporation

Article II

2.01 Duration

The period of the duration of the Corporation is perpetual.

Article III

3.01 Addresses of the Corporation

The principal place of business address:
401 W. Kennedy Blvd.
Tampa, Florida 33606

The mailing address for the Corporation:
401 W. Kennedy Blvd.
Tampa, Florida 33606
Box 2F

Article IV

4.01 Purpose

Finance for the Fearless is a non-profit Corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Finances for the Fearless' purpose is to increase the resources and opportunities of Service-members and their families to achieve personal financial freedom. We will provide such services as financial literacy education and counseling through accredited persons.

At times, per the discretion of the board of directors, we may provide volunteer opportunities which for involvement in said activities in order to have greater impact for change. To maximize our impact on current efforts, we may seek to establish fundraising events in order to resolve and provide relief.

4.02

Finances for the Fearless is designated as a (public) Corporation

Article V

5.01 Non-profit Nature

Finances for the Fearless is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to Corporations that qualify as exempt Corporations under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Finances for the Fearless 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by any Corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an Corporation, contributions to which are deductible undersection

170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Finances for the Fearless is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the Corporation shall inure to the benefit of, or be distributed to any individual. The Corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these articles.

5.02 Personal Liability

No officer or director of this Corporation shall be personally liable for the debts or obligations of Finances for the Fearless of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this Corporation.

5.03 Dissolution

Upon termination or dissolution of Finances for the Fearless, any assets lawfully available for distribution shall be distributed to one or more qualifying Corporations described in Section 501 (c)(3) of the Internal Revenue Code of 1986 which Corporation or Corporations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving Corporation.

The Corporation to receive the assets of Finances for the Fearless hereunder shall be selected by the discretion of a majority of the managing body of Finances for the fearless and if its members cannot so agree, then the recipient Corporation shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Finances for the Fearless by one or more of its managing body which verified petition shall contain such

statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying Corporation or Corporations to receive the assets to be distributed, giving preference if practicable to Corporations located within the State of Florida.

5.04 Distributions

No part of the net earnings or properties of this Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

5.05 Restricted Activities

No substantial part of the Corporation's activities shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

5.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a (a) Corporation exempt from federal income tax as an Corporation described by 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.

Article VI

6.01 Governance

Finances shall be governed by its board of directors.

6.02 Election

The manner in which directors are elected or appointed:
As provided in the bylaws.

6.03 Initial Directors

Title: BOD
JAKE S MUEHLSCHLEGEL
11 ASHTON COURT
SOUTH ELGIN, IL. 60177

Title: BOD
THOMAS C KRUMPTER III
185 JAN PLACE
EAST NORTH PORT, NY. 11731

Title: BOD
JOHN A CASLIONE
100 S ASHLEY DR
TAMPA, FL. 33606

Title: BOD
THOMAS C KRUMPTER JR.
185 JAN PLACE
EAST NORTH PORT, NY. 11731

Title: BOD
JOE MARASCIULLO
45 TUDOR CITY PLACE
NEW YORK CITY, NY. 10017

Title: BOD
DR. DEIDRE DIXON
401 W. KENNEDY BLVD.
TAMPA, FL. 33606

Title: BOD
FRANK CERVASIO
2378 WALTHAM ST.
PENSACOLA, FL. 32505

Article VII

7.01 Registered Agent

The registered agent of the Corporation shall be:
Josef D. Overton
410 W. Kennedy Blvd
Tampa, Florida 33606

Article VIII

8.01 Incorporator

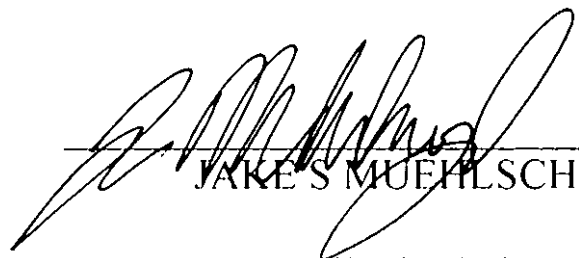
Incorporator of the Corporation shall be:
Jakob S Muehlschlegel
410 W. Kennedy Blvd
Tampa, Florida 33606

Article VIII

9.01 Corporation date

The effective date of this Corporation shall be:
09/16/2018

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this Corporation and every year thereafter to maintain "active" status.



JAKE S MUEHLSCHLEGEL

April 26, 2019

Date

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

Effective date if applicable: 05/01/2019
(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 04/26/2019

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)

Jakob Scott Mehlschlegel
(Typed or printed name of person signing)

[Signature]
(Title of person signing)