

S. YOUNG

ATN-76724

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Inspired Caring Hands

DOCUMENT NUMBER: N18000011280

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

Please return all correspondence concerning this matter to the following:

Racquel Millines
(Name of Contact Person)

Inspired Caring Hands
(Firm/ Company)

205 Northeast 13th Avenue
(Address)

Boynton Beach Florida 33435
(City/ State and Zip Code)

rac4ever1@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Racquel Millines at 561 667 6479
(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:

- | | | | |
|---|--|---|--|
| <input checked="" 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 type="checkbox"/> \$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

ATN-767248

Articles of Amendment
to
Articles of Incorporation
of

Inspired Caring Hands

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

N18000011280

(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:

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**)

C. Enter new mailing address, if applicable:

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

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:

New Registered Office Address:

(Florida street address)

(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.

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:

<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>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
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			_____

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The date of each amendment(s) adoption: 9/30/19, 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 9/30/19

Signature Racquel Millines
(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)

Racquel Millines
(Typed or printed name of person signing)

President
(Title of person signing)

ARTICLE III PURPOSE

The Corporation is dedicated to the promotion of the organization and its sub-ministries to those affected by addictions and homelessness, as well as those that are economically, socially, physically and mentally disadvantage population within its Florida service area.

The Corporation is organized exclusively for purposes and activities described in Section 501(c)(3) of the Internal Revenue Code. The corporation is established as a permanent organization in Florida dedicated to the provision of safe health care activities, programs, agencies and/or health care educational activities for Floridians and their families in an alcohol and drug free environment. This Corporation may engage in any activities that further its purpose.

No part of the net earnings of the Corporation shall inure to the benefit of any Director of the Corporation, 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), and no 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. 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 publication or distribution of statements) any political campaigning on behalf of any candidate for public office.

Notwithstanding any other provision of these Bylaws, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations, as they now exist or as they may hereafter be amended.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed shall be established by the Corporation's Bylaws, and/or Board of Directors through election and/or appointment.

The Board of Directors (Board) shall number not less than three (3) nor more than thirty (30). The number, qualifications, terms of office, manner of election of Directors and, time and place of meeting shall be such as are prescribed by the Bylaws of the corporation. The officers shall be elected from the Board for one year terms and the immediate past President shall automatically be an officer of the Board for one year following the end of his/her term as President. A quorum shall consist of one-half of Board members in attendance for the purpose of conducting all meetings. Each Board member may vote by written proxy presented to President prior to a meeting and each Board member shall have one vote on those issues requiring a vote. Only elected Board members shall be permitted to vote; alternates shall not be allowed. The Board may establish an Executive Committee composed of the President, Vice President, Secretary, and Treasurer. A quorum of three shall be required to transact business or exercise powers of the Executive committee. The powers, duties and responsibilities of the Executive committee shall be provided in the Bylaws.

The Board shall have the general supervision, management, and control of the affairs and business of the corporation, as vested by law, including the power to buy, sell, acquire, or otherwise encumber the resources of the corporation for occupancy of real estate. Any such purchase, sale, acquisition or other encumbrance for the use of occupancy of the corporation must be approved by a majority of members in attendance. There shall be a President, Vice President, Secretary, and Treasurer, who shall be elected by the members of the Board and whose terms of office shall be one year.

ARTICLE X Membership

There shall be no voting membership.

ARTICLE XI Duration

The period of duration of this corporation is perpetual.

Article XII Dissolution

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 federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any 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.

ARTICLE XIII Conflict-of-Interest Policy Statement

All trustees, officers, agents, and employees of this organization shall disclose all real or perceived conflicts of interest that they discover or that have been brought to their attention in connection with this organization's activities. An individual trustee, officer, agent, or employee who believes that he or she or an immediate member of his or her immediate family might have a real or perceived conflict of interest, in addition to filing a notice of disclosure, must abstain from

1. participating in discussions or deliberations with respect to the subject of the conflict (other than to present factual information or to answer questions),
2. using his or her personal influence to affect deliberations,
3. making motions,
4. voting,
5. executing agreements, or
6. taking similar actions on behalf of the organizations where the conflict of interest might pertain by law, agreement, or otherwise.

At the discretion of the top governing body or a committee thereof, a person with a real or perceived conflict of interest may be excused from all or any portion of discussion or deliberations with respect to the subject of the conflict.

A member of the top governing body or a committee thereof, who, having disclosed a conflict of interest, nevertheless shall be counted in determining the existence of a quorum at any meeting in which the subject of the conflict is discussed. The minutes of the meeting shall reflect the individual's disclosure, the vote thereon, and the individual's abstention from participation and voting.

The President and Board Chair shall ensure that all trustees, officers, agents, employees, and independent contractors of the organization are made aware of the organization's policy with respect to conflicts of interest.

ARTICLE XIV Amend

The Articles of Incorporation may be amended and the Bylaws may be adopted, altered or rescinded by either written consent of two thirds of the corporation's voting members or the vote of two thirds of those members who are present and voting at a meeting duly called; upon written notice to the members for the specific purpose of amending the Articles of Incorporation or adopting, altering or rescinding the Bylaws.

No such amendment shall terminate, shorten or lengthen the term of office of any incumbent officer or Board member, nor shall it operate to disqualify any member who is in good standing on the date of adoption.

Date September 30, 2019