

NR8000001176

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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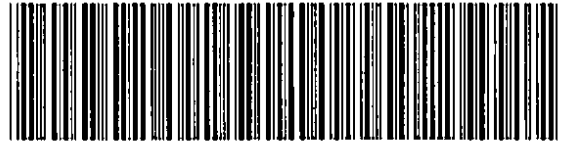
(Business Entity Name)

(Document Number)

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2018 DEC 10 AM 1:43
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GRACE RELIEF FOUNDATION INC.

DOCUMENT NUMBER: N18000011676

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

Please return all correspondence concerning this matter to the following:

KELLIE GRACE

(Name of Contact Person)

GRACE RELIEF FOUNDATION INC

(Firm/ Company)

31409 KIRKSHIRE CT

(Address)

WESLEY CHAPEL, FL 33543

(City/ State and Zip Code)

KELLIEMGG@YAHOO.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KELLIE GRACE

727

470-8887

(Name of Contact Person)

at

(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

FILED

2018 DEC 10 AM 1:44

SECRETARY OF STATE
TALLAHASSEE, FL

GRACE RELIEF FOUNDATION INC

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

N18000011676

(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:

(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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> 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	_____	N/A	_____
<input type="checkbox"/> Add	_____	(These have already	_____
<input type="checkbox"/> Remove	_____	been added but were	_____
		added to these resolutions	_____
2) <input type="checkbox"/> Change	_____	and signed to be	_____
<input type="checkbox"/> Add	_____	properly documented.	_____
<input type="checkbox"/> Remove	_____	Thank you	_____
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	_____	_____	_____

(attach additional sheets, if necessary). (Be specific)

[illegible]

NOV. 10, 2018

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

NOV 10, 2018

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.

11/10/2018

Dated _____

Signature Kellie Grace

(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)

KELLIE GRACE

(Typed or printed name of person signing)

MANAGER

(Title of person signing)

As of Nov. 19 2018

CONSENT OF MANAGERS

OF

GRACE RELIEF FOUNDATION INC.

A Florida not for profit corporation

The undersigned, being all of the members of the Board of Managers of the above-named corporation, a not for profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), in lieu of holding a formal meeting on the above date, and acting without the formality of a meeting pursuant to the authority granted in the Florida Not for Profit Corporation Act of 1986, as amended, do hereby unanimously consent to the adoption of, and adopt, the following resolutions:

RESOLVED, that the bylaws, in the form attached to this consent, be and they hereby are adopted as and for the bylaws of the Corporation.

RESOLVED, that all expenses of incorporation, and records of the Corporation, and all recording fees and fees for legal services and other expenses, be paid the Treasurer of the Corporation as soon as conveniently may be.

RESOLVED, that the following persons are hereby elected to the offices set forth opposite their respective names, to hold such office until the first annual meeting of the Board of Directors and until their respective successors are elected and qualify:

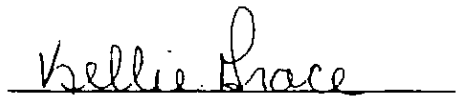
President: Douglas W. Grace

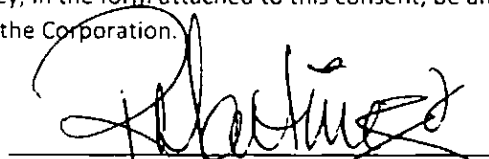
Vice President: Robert S. Gibson

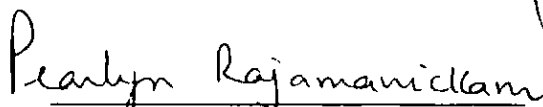
Executive Secretary and Treasurer: Amanda Guarino

RESOLVED, that for the purpose of qualifying the Corporation to be a corporation exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and any state tax exemption as the officers of the Corporation deem appropriate, the proper officers of the Corporation are hereby authorized to appoint and designate all agents and attorneys and to file all certificates, reports, forms, applications, extensions of the statute of limitation, and powers of attorney if the Internal Revenue Service requires such appointments or filings for the purposes of such qualification or if such appointments or filings are considered by such officers to be reasonable and prudent to expedite the process of obtaining recognition of tax exempt status from the Internal Revenue Service or any relevant state tax authorities.

RESOLVED, that the Conflict of Interest Policy, in the form attached to this consent, be and it hereby is adopted as and for the Conflict of interest Policy of the Corporation.


Kellie Grace


Rachel Martinez


Pearlyn Rajamanickam

Grace Relief Foundation

Conflict of Interest Policy

The successful operation and reputation of the Grace Relief Foundation (the "Foundation") is built upon the principles of fair dealing and ethical conduct by our officers, directors and employees (the "Foundation Family"). Our reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as scrupulous regard for the highest standards of conduct and personal integrity.

Accordingly, the Foundation Family has an obligation to conduct operations within guidelines that prohibit actual or potential conflicts of interest without clear disclosure of the conflict to Foundation's management and the approval of the transaction by Members of the Board of Directors with no current or anticipated financial interest in the transaction.

An actual or potential conflict of interest occurs when an officer, director or employee is in a position to influence a decision that may result in a personal gain for that person, a relative of that person (whether by blood or marriage), or an entity more than 35 percent owned by either, as a result of Foundation's operations.

This policy statement relates to dealings with organizations or individuals, whether for-profit or not-for-profit, doing business or seeking to do business with Foundation. Such organizations and individuals include, but are not limited to, those who furnish supplies, facilities and/or services, lessors of real estate or equipment, insurance companies and agents, real estate and business brokers, advertising agencies and media representatives, printers, graphics designers, securities dealers and brokers, architects, attorneys, accountants, engineers, caterers, contractors, and consultants.

The mere existence of a relationship with outside firms or individuals does not create a presumption of guilt. However, if a member of the Foundation Family has any influence on transactions involving purchases, contracts, leases or other business arrangements, it is imperative that such person disclose in writing to Foundation's management (defined as the President and/Executive Director of Foundation) as soon as possible the existence of any actual or potential conflict of interest by virtue of this special relationship with outside firms or individuals, so that safeguards can be established to protect all parties.

Personal gain may result not only in cases where a member of the Foundation Family or a relative has a significant ownership interest in a firm with which Foundation does business, but also when a member of the Foundation Family or a relative improperly benefits from a transaction or business dealings involving Foundation. Examples of this include, but are not limited to, receiving any type of bribe, kickback, substantial gift, or special consideration as a result of transactions or dealings involving Foundation.

Any interest or activity which a member of the Foundation Family believes might be interpreted as a violation of this policy must be reported to Foundation Management immediately. The continuation of any interest or activity which might otherwise constitute a conflict of interest shall not be deemed to be

a violation of this policy after it has been fully reported in writing to Foundation Management (or in the case of a conflict of interest of Foundation Management or a member of the Board of Directors, to the members of the Board of Directors who have no conflict of interest as to such transaction), until such time that Foundation Management shall request that such interest or activity be disposed of, discontinued or limited.

Any member of the Foundation Family who violates this policy statement shall be subject to such action as may be deemed appropriate by the President or Board of Directors, including removal or dismissal. Regardless of the action taken, however, all transactions in which an improper conflict of interest is deemed to occur shall be voided by Foundation. Furthermore, such person(s) involved will be required to disgorge all profits or other benefits realized in regard to the transaction(s), to Foundation.