

N190000000525

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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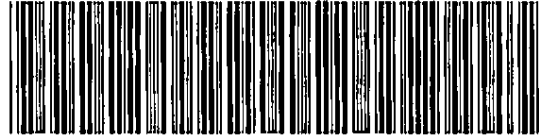
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SECRETARY OF STATE
TALLAHASSEE, FL 32301

of
4/17/19

COVER LETTER

TO: Amendment Section
Division of Corporations

HorseWorkPBC, Inc.
NAME OF CORPORATION: _____

N19000000525
DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Becky Dymond

(Name of Contact Person)

HorseWorkPBC, Inc.

(Firm/ Company)

1091 New Parkview Place

(Address)

Haverhill, FL 33417

(City/ State and Zip Code)

Becky@HorseWorkPBC.org

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

For further information concerning this matter, please call:

Becky Dymond

561

386-0031

at

(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

Articles of Amendment
to
Articles of Incorporation
of

HorseWorkPBC, Inc.

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

N19000000525

(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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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 | _____ | _____ | _____ |
| <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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 MISSOURI
 SECRETARY OF STATE

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

Amended

A complete set of HorseWorkPBC, Inc. Articles of Incorporation are included.

Please note: Article 2.01: The purposes for which the corporation is organized are strictly within the bounds of state and federal requirements for non-profit corporations. HorseWorkPBC, Inc., shall function exclusively for charitable and educational purposes within the meaning of the Florida Non-Profit Corporation Act and §501(C)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statutes thereto.

Article 3.01: The duration of the Corporation shall be perpetual, unless sooner dissolved in accordance with the Laws of the State of Florida pertaining to the dissolution of nonprofit corporations.

Article 3.02: In the event of the dissolution of this corporation, assets of the corporation shall be distributed to a corporation organized exclusively for the charitable or educational purposes similar to the purposes of this corporation enumerated in §2.01 of these Articles of Incorporation and recognized as an exempt organization under §501(C)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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January 16, 2019

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

N/A

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)

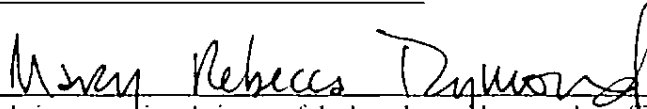
(CHECK ONE)

☐ 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 April 1, 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)

Mary Rebecca (Becky) Dymond

(Typed or printed name of person signing)

Director

(Title of person signing)

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CLERK OF THE COURT
STATE OF MICHIGAN

Amended
ARTICLES OF INCORPORATION
OF
HORSEWORKPBC, INC.

Know all men by these presents, that the directors of HorseWorkPBCPBC, Inc, an organization dedicated to helping human trafficking survivors, and others suffering with PTSD, anxiety disorders, addictions, emotional, learning and physical disabilities recover and/or improve their lives, and desirous of becoming incorporated under the laws of the State of Florida, do hereby initiate these articles of incorporation according to the provisions of the Florida non-profit corporation act.

Article 1
NAME

§1.01 The name of the corporation shall be HorseWorkPBC, Inc, Incorporated.

Article 2
Purposes and Activities

§2.01 The purposes for which the corporation is organized are strictly within the bounds of state and federal requirements for non-profit corporations. HorseWorkPBC, Inc., shall function exclusively for charitable and educational purposes within the meaning of the Florida Non-Profit Corporation Act and §501(C)(3) of the Internal Revenue Code of 1986, as amended, or any superseding statutes thereto.

§ 2.02 Pursuant to the social service, charitable, and educational purposes of HorseWorkPBC, Inc., the Corporation shall develop, organize, and conduct activities to achieve the Corporation's stated purposes and goals. Said activities shall include but not be limited to the following:

- A. Fund, create and organize an equestrian facility with care towards effective management and development of staff, horses and facility.
- B. Organize and oversee equine assisted therapy, for individuals with physical, mental and emotional disabilities.
- C. Develop and implement a curriculum for providing equine assisted psychotherapy and learning for survivors trauma survivors, especially focusing on survivors of sex trafficking, sexual exploitation and domestic violence.
- D. Match clients and students with instructors, trainers, therapists and horses to facilitate the learning and healing processes
- E. Engage the local equestrian community in sharing in this restorative process
- F. Provide students and clients with life changing experiences, teaching life and relational skills in the context of the equine experience
- G. Provide superior care and training to horses well suited for therapeutic riding
- H. Maximize the use and development of the HorseWorkPBC, Inc

property to serve all stakeholders

Article 3 Duration

- §3.01 The duration of the Corporation shall be perpetual, unless sooner dissolved in accordance with the Laws of the State of Florida pertaining to the dissolution of nonprofit corporations.
- §3.02 In the event of the dissolution of this corporation, assets of the corporation shall be distributed to a corporation organized exclusively for the charitable or educational purposes similar to the purposes of this corporation enumerated in §2.01 of these Articles of Incorporation and recognized as an exempt organization under §501(C)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 4 Powers and Responsibilities

- § 4.01 This Corporation shall reserve the right to exercise all powers accorded nonprofit corporations by state as stated in §617.0302 of the Florida Not For Profit Corporation Act, to the extent such power enables acts that are consistent with §501(c)(3) of the Internal Revenue Code.
- §4.02 No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for Center rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 of these Articles of Incorporation. Any salaries, together with fringe benefits or other forms of compensation (housing, transportation, and other allowances) paid to or provided employees, directors, or officers, will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions and duties.
- §4.03 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- §4.04 Notwithstanding any other provision of the Articles of Incorporation the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under § 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax codes, or (b) by a

corporation, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

- §4.05 Revenues from the sales of materials, goods, properties, and Center, if any, shall be used only for the advancement of the exempt purposes of the Corporation herein set out, and those hereafter established by the Board of Directors, and shall not inure to the benefit of any person or persons associated with the Ministry. Absolutely no part of the net earnings of the Corporation shall inure to the benefit of any member or private individual, and no member, director, or officer of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for Center actually rendered to the Corporation.

ARTICLE 5

Members

- §5.01 This corporation shall have no members. All business of the corporation shall be conducted by the Board of Directors.

ARTICLE 6

Directors

- §6.01 This corporation shall be governed by a Board of Directors. The Board of Directors will consist of not less than five or not more than fourteen persons, a majority of which shall be unrelated by blood or marriage who shall have demonstrated expertise and experience in matters of management, therapeutic experience, finance and other skill sets cogent to operation of a non-profit.
- §6.02 The Directors shall be elected by a simple majority vote of the current Board of directors pursuant to the Bylaws of HorseWorkPBC, Inc, Inc. Directors will serve in four year terms and shall be eligible to succeed themselves for one consecutive term. The terms of the Directors shall be established in classes so that terms expire in staggered years.
- §6.03 The directors shall be managers of the corporation and its assets, both real and personal, and shall fulfill functions and duties ascribed to them by all applicable laws. In addition, they shall advise the President in matters of the operation of the ministry. Directors shall in no way be held personally liable for the actions of the corporation, and shall be entitled to indemnification according to the provisions of the Florida Non-Profit Corporation Act.
- §6.04 Directors may be removed from the Board by action of the board for engaging in activities unbecoming of a non-profit/community leader or other reasons in keeping with the purposes and Bylaws of HorseWorkPBC, Inc, Inc.
- §6.06 The Board of Directors shall meet at least quarterly in a location specified by the President, who shall, in the case of regular meetings, give written, oral or electronic notice of the time and location of the meeting to all Directors at least 30 days before

the meeting. The location of said meetings may be any location within or outside the State of Florida. A simple majority shall constitute a quorum sufficient to conduct business.

- A. The primary regular meeting shall be held in the month of January or February each year, at which time the President shall report on the activities of HorseWorkPBC, Inc, during the previous quarter, and shall relate his plans and goals for the coming year. The Board of Directors shall establish rates of compensation for all compensated employees.
- B. Special meetings may be called as needed by the President, Chief Executive Officer and/or a minimum of two of the Directors. Oral, written, or electronic notice of the meeting, the time, and place shall be presented to each director at least three days before a special meeting of the Directors.
- C. Emergency meetings may be called as needed by the President, Chief Executive Officer and/or a majority of the Directors. Oral notice of the meeting, the time and place shall be presented to each director in person at least three hours before an emergency meeting of the Directors.

§6.07 The work of the Board of Directors shall be lead by two officers:

- A. The President and Chief Executive Officer, who shall preside over the Board of Directors and conduct the business of the corporation.
- B. The Secretary-Treasurer, who shall be charged with keeping and presenting the official minutes of the transactions of the Board, and presenting appropriate financial data to the Board. The Secretary shall be named by a majority of the Board of Directors upon the nomination of the President.

§6.08 The number of initial Directors shall be no fewer than three (3), and are listed herewith, with their addresses, as follows:

Mary Rebecca Dymond, 1091 New Parkview Place, Haverhill, FL 33417

Marie Ferri, 1091 New Parkview Place, Haverhill, FL 33417

Lee Syben, 19746 Black Falcon Rd, Loxahatchee, FL 33470

Margaret Motyl, 153 Nurmi Dr., Ft. Lauderdale, FL 33301

ARTICLE 7

Incorporator, Registered Agent, Registered and Principle Office

The Incorporator of the Corporation is:

Mary Rebecca Dymond, 1091 New Parkview Place, Haverhill, FL 33417

The Registered Agent, and the location and address of the Registered and Principle Office within the State of Florida at which she is located is:

Mary Rebecca Dymond, 1091 New Parkview Place, Haverhill, FL 33417

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Mary Rebecca Dymond April 1, 2014
Required Signature of Registered Agent Date

Mary Rebecca Dymond April 1, 2014
Required Signature of Registered Agent Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.

Mary Rebecca Dymond April 1, 2014
Required Signature of Incorporator Date