

N19 000000924

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

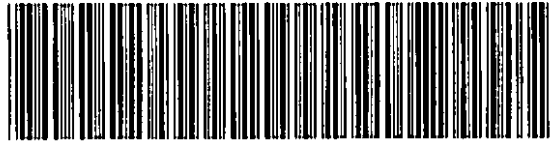
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600381451776

*Amended & Restated
Articles*

02/11/22--01008--004 **35.00

FILED
2022 FEB 11 AM 11:33
CLERK OF COURT
JANUARY 2022

A. RAMSEY
FEB 21 2022

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: York Rite Charities, Inc.

DOCUMENT NUMBER: N19000000924

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

Please return all correspondence concerning this matter to the following:

David Rosenthal

(Name of Contact Person)

York Rite Charities, Inc.

(Firm/ Company)

941 Candle Berry Road

(Address)

Orlando, FL 32825

(City/ State and Zip Code)

theoshaguy@gmail.com

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

For further information concerning this matter, please call:

David Rosenthal

954

263-1110

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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Amended and Restated
ARTICLES OF INCORPORATION
OF
YORK RITE CHARITIES, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**Article 1
NAME**

N/A

**Article 2
LOCATION AND MAILING ADDRESS**

The principal place of business address:
941 Candle Berry Rd.
Orlando, FL 32825 U.S.

The mailing address of the corporation is:
941 Candle Berry Rd.
Orlando, FL US 32825

**ARTICLE 3
PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable purposes, including, for such purposes, as the making of distributions to organizations that qualify as exempt organizations under section 501(c) or 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 4
PROHIBITIONS**

No part of the net earnings of the Corporation 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 Article Three hereof. No substantial part of the activities of the Corporation shall be 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. Notwithstanding any other provision of these articles, 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 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.

FILED
2022 FEB 11 AM 11:33
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF ORANGE
FLORIDA

**ARTICLE 5
REGISTERED OFFICE AND REGISTERED AGENT**

N/A

**Article 6
INCORPORATOR**

The name and address of the incorporator is:

DAVID ROSENTHAL
941 CANDLE BERRY ROAD
ORLANDO, FL US 32825

**Article 7
OFFICERS**

The officer(s) and/or director(s) of the corporation are:

Title: P
DAVID ROSENTHAL
941 CANDLE BERRY ROAD
ORLANDO, FL US 32825

ADD
Title: SEC/TRES
KENNETH MUELLER
6453 South Orange Avenue, Suite 3
Orlando, FL 32809

REMOVE
Title 1 VP
NAUMOWICZ, RONALD
3575 NOBLES ST.
PENSACOLA, FL 32514

REMOVE
Title 2 VP
SCHUTTS, JOSHUA
515 W. ROMANA ST.
PENSACOLA, FL 32502

REMOVE
Title 3 VP
MEISTER, JEFFREY, SR.
1600 GOVERNORS DR. #911
PENSACOLA, FL 32514

REMOVE
Title SEC
GORDON, BRETT
5262 SW 155TH AVE.
MIRAMAR, FL 33027

REMOVE
Title TRES
MCALISTER, SCOTT
30428 COLEHAVEN CT.
WESLEY CHAPEL, FL 33543

ARTICLE 8 EFFECTIVE DATE

The effective date for this corporation shall be:

01/17/2019

ARTICLE 9 TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 10 CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 11 QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

ARTICLE 12 VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLE 13 LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 14 AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE 15 INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 16 DISSOLUTION

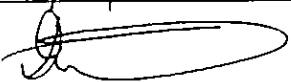
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by 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.

☒ 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

2/7/2022

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)

David Rosenthal

(Typed or printed name of person signing)

President

(Title of person signing)