

N1900000 1131

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

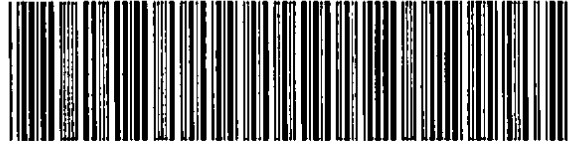
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300329124273

05/10/19--01009--022 **52.50

2019 MAY 10 A 12:40

FILED

MAY 21 2019

TELETYPE

COVER LETTER

TO: Amendment Section
Division of Corporations

Altitude Nahouri USA, Inc.
NAME OF CORPORATION: _____

N19000001131
DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Keith A. Breedlove

(Name of Contact Person)

Altitude Nahouri USA, Inc.

(Firm/ Company)

154 Balmy Coast Rd

(Address)

Groveland, FL 34736

(City/ State and Zip Code)

AltitudeNahouriUSA@gmail.com

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

For further information concerning this matter, please call:

Keith Breedlove

(571)

425-7404

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:

☐ \$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

Altitude Nahouri USA, Inc.

2019 MAY 10 A 10:40

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

N19000001131

(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:

N/A

(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) <u> </u> Change <u>X</u> <u> </u> Add <u> </u> Remove	<u>V</u>	<u>Joseph Alexandre Bambara</u>	<u>213 E. Howell Ave</u> <u>Alexandria, VA 22301</u>
2) <u> </u> Change <u>X</u> <u> </u> Add <u> </u> Remove	<u>V</u>	<u>Barry Horowitz</u>	<u>232 Silver Maple Rd</u> <u>Groveland, FL 34736</u>
3) <u>X</u> <u> </u> Change <u> </u> Add <u> </u> Remove	<u>T</u>	<u>Cheryl A. Breedlove</u>	<u>154 Balmy Coast Rd</u> <u>Groveland, FL 34736</u>
4) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u>
5) <u> </u> Change <u> </u> Add <u> </u> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u>
6) <u> </u> Change <u> </u> Add <u> </u> Remove	<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)

Electronic Articles of Incorporation, Article VII: Added 2 new directors, both VPs, to bring the number of directors to 5,
corrected title of Mrs. Breedlove to Treasurer.

Paper Articles of Incorporation, Article V: Corrected Mrs. Breedlove's title and added 2 new directors, Mr. Bambara and
Mr. Horowitz.

Paper Articles of Incorporation, Article VII: Changed title to address Dissolution.

1 Attachment:

-- Paper Articles of Incorporation

May 1, 2019

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

May 6, 2019


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 05/01/2019 _____

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)

Keith A. Breedlove

(Typed or printed name of person signing)

President

(Title of person signing)



Altitude Nahouri USA, Inc

Articles of Incorporation (amended)

In Compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the corporation shall be: Altitude Nahouri USA, Inc.

Article II Principal Office

The principal street address is 154 Balmy Coast Rd, Groveland, FL 34736.

The principal mailing address is 154 Balmy Coast Rd, Groveland, FL 34736.

Article III Purpose

Altitude Nahouri USA, Inc.(AHUI) is organized exclusively as a not-for-profit charitable organization to foster international sports competition, specifically, the annual running of the Altitude Nahouri semi-marathon in Burkina Faso, West Africa. AHUI will be the legal entity that will own the bank account and crowdfunding site that will be instrumental in raising funds, through public donations (e.g., crowd-funding), to provide financing for the event.

Article IV Manner of Election

The directors, all of which are voluntary and uncompensated positions, are appointed by the Incorporator, or by his successor.

Article V Initial Directors and/or Officers

Keith A. Breedlove, President, 154 Balmy Coast Rd, Groveland, FL 34736

Joseph DePergola, Secretary, 157 Balmy Coast Rd, Groveland, FL 34736

Cheryl A. Breedlove, Treasurer, 154 Balmy Coast Rd, Groveland, FL 34736

Joseph A. Bambara, VP-Burkinabé Outreach, 213 E. Howell Ave, Alexandria, VA 22301

Barry Horowitz, VP-Communications, 232 Silver Maple Rd, Groveland, FL 34736

Article VI Limitations

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 III hereof.

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.

Notwithstanding any other provision of these articles, this 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.

Article VII Dissolution and Dedication of Assets

Upon the dissolution, termination, or winding up 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 a public purpose. Any such 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 VIII Initial Registered Agent and Street Address

The name and Florida street address of the registered agent is Keith A. Breedlove, 154 Balmy Coast Rd, Groveland, FL 34736

Article IX Incorporator

The name and address of the Incorporator is: Keith A. Breedlove, President, 154 Balmy Coast Rd, Groveland, FL 34736

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.

Signature of Registered Agent  Date 05/01/2019.

Signature of Incorporator  Date 05/01/2019.