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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
APACHE TRIBE, INC.**

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*Amended
Restated*

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
APACHE TRIBE, INC.

Pursuant to the provisions of Section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Amended and Restated Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is Apache Tribe, Inc. (hereafter called the "Corporation").

ARTICLE II

Office

The street address of the initial principal office and the initial mailing address of the Corporation is 9350 Conroy Windermere Road, Windermere, FL 34786; but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors of the Corporation (the "Board").

ARTICLE III

Registered Agent

The registered agent upon whom service of process against this Corporation may be made is National Registered Agents, Inc. The registered agent and the Corporation's registered office are located at 1200 S. Pine Island Road, Plantation, Florida 33324.

ARTICLE IV

Purpose

Section I. The Corporation is organized exclusively for charitable and education purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code, hereinafter the "Code" including, but not limited to, the purposes set forth in the bylaws.

The Corporation shall have all of the rights and powers customary and proper for not-for-profit corporations, including the powers specifically enumerated in Section 617.0302 of the Florida Statutes as amended.

Notwithstanding any other provision in these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under

Section 501(c)(3) of the Code.

ARTICLE V

Board of Directors

The affairs of this Corporation shall be managed by a Board of not less than three (3) directors who will be elected pursuant to the Bylaws of the Corporation. The number of directors may be changed as provided in the By-laws or by amendment of the By-laws. The names and addresses of the persons who are acting in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
John Henry Ruggieri	8408 Lake Burden Circle Windermere, FL 34786
Alexander Mannella	9602 Maywood Drive Windermere, FL 34786
Nicholas F. Beucher, III	6900 Tavistock Lakes Blvd., Suite 200 Orlando, FL 34786

ARTICLE VI

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 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 VII

Duration

The Corporation shall exist perpetually, unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with Secretary of State of the State of Florida.

ARTICLE VIII

NON-PROFIT STATUS

In the event the Corporation is ever considered to be an organization other than a public charity (public charity being defined in this article as an organization which is within section 501(c)(3) of the Code and is not a "private foundation" as defined under section 509(a) of the Code), the Corporation shall be subject to the following provisions:

1. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. The Corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX

By-laws

The By-laws of the Corporation shall be adopted by the first Board, which By-laws may be altered, amended, modified or rescinded in the manner set forth in the By-laws.

ARTICLE X

AMENDMENTS

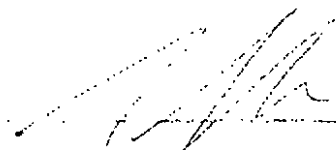
Amendments to the articles of incorporation shall be adopted by a majority vote of the board of directors currently in office at any regular or special meeting called for that purpose at which a quorum is present.

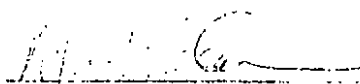
CERTIFICATE

1. This restatement contains amendments to the articles of incorporation that do not require member approval.
2. The amended and restated articles of incorporation as set forth above constitute all articles of Incorporation of Apache Tribe, Inc., as amended.
3. The date of the adoption of the amendments was the 10 day of December, 2019.
4. The amendments were adopted by the board of directors, and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF, we hereunto set our hands and seals, acknowledged and filed the foregoing restated articles of incorporation under the laws of the state of Florida this 10 day of December, 2019.

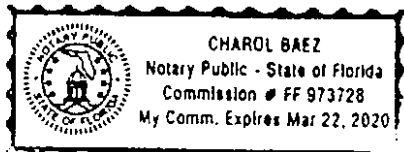
Signed, sealed and delivered in the present of:

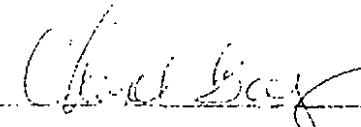

Print Name: Nicholas F. Beucher, III (Nicholas F. Beucher, III, Director)


Print Name: Charol Baez

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of December, 2019 by Nicholas F. Beucher, III who is ☒ personally known to me or ☐ who has produced _____ as identification.




Notary Public, State of Florida

Print Name: Charol Baez
My Commission Expires: March 22 2020
Commission Number: FF 973728