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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE GIVING GIRLS, INC.**

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE GIVING GIRLS, INC.**

A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned, which constitutes all of the members of the Board of Directors of THE GIVING GIRLS, INC., a Florida not for profit corporation (the "Corporation"), hereby adopts the following Amended and Restated Articles of Incorporation, which amend, restate, and supersede in their entirety the Articles of Incorporation of the Corporation that were filed with the Florida Department of State on January 30, 2020 and assigned document number N20000001336:

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ARTICLE 1

Name

The name of the corporation is THE GIVING GIRLS, INC.

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and mailing address of the Corporation is 4804 S. Dauphin Avenue, Tampa, FL 33611.

ARTICLE 3

Purpose

The Corporation is organized exclusively for charitable purposes pursuant to Section 501(c)(3) of the Internal Revenue Code, including spreading positivity and strength to help those affected by difficult times to prevail with dignity and grace.

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ARTICLE 4
Board of Directors

The Corporation initially shall have three (3) directors. The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than three (3). The method of appointment of directors shall be as stated in the bylaws of the Corporation. The names and addresses of the current directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Rachel S. Slowey	4804 S. Dauphin Ave. Tampa, FL 33611
Heather Gjonaj	13460 Canopy Creek Dr. Tampa, FL 33625
Maria Reinert	1238 E. Kennedy Blvd., Suite 502 Tampa, FL 33602

ARTICLE 5
Powers

The Corporation shall have all the powers given to a not for profit corporation by the Florida Statutes, to the extent consistent with these Articles of Incorporation and the bylaws of the Corporation. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE 6
Registered Office and Agent

The registered office of the Corporation shall be 4804 S. Dauphine Ave., Tampa, FL 33611 and the initial registered agent at such address shall be Rachel S. Slowey.

ARTICLE 7
Duration

This Corporation shall have perpetual existence.

ARTICLE 8
Indemnification

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 9
Bylaws

The board of directors shall adopt bylaws of the Corporation. The power to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the board of directors of the Corporation.

ARTICLE 10
Prohibited Purposes and Actions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 its charitable purpose. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence

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legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. The Corporation shall not conduct any activities not permitted to be carried on (i) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code.

ARTICLE 11
Distribution of Assets Upon Liquidation


Upon the dissolution of the Corporation, its assets shall be distributed to one or more exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code, and selected by the board of directors in its sole discretion. 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 exempt purposes within the meaning of section 501(c)(3) or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE 12
Amendment to Articles

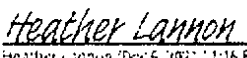
These Articles of Incorporation may be amended by a majority vote of the board of directors of the Corporation.

IN WITNESS WHEREOF, the undersigned directors constitute all of the directors of the Corporation and confirm that each director approves the adoption of the foregoing Amended and Restated Articles of the Corporation.




Rachel S. Slowey, Director

Date: 12/3/2021



Heather Lannon, Director

Date: 12/6/2021



Maria Reinert, Director

Date: 12/3/2021

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