

N200000001497

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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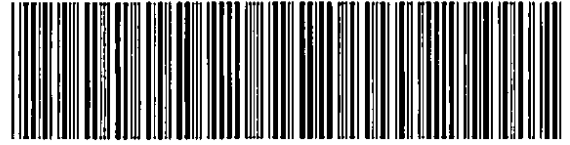
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FL 32301

AUG 11 2023

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Rescue Upstream Inc.

DOCUMENT NUMBER: N200000001497

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

Please return all correspondence concerning this matter to the following:

Charlett R. Talmadge

(Name of Contact Person)

Rescue Upstream Inc.

(Firm/ Company)

6615 W. Boynton Beach Blvd. Num 418.

(Address)

Boynton Beach FL 33437

(City/ State and Zip Code)

char@rescueupstream.com

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

For further information concerning this matter, please call:

Charlett Talmadge

561

212-0721

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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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

FILED
2023 AUG 10 AM 10:07
CORPORATION
TALLAHASSEE
FL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 22, 2023

CHARLOTTE R TALMADGE
RESCUE UPSTREAM INC
6615 W BOYNTON BEACH BLVD. NUM 418
BOYNTON BEACH, FL 33437

SUBJECT: RESCUE UPSTREAM INC.
Ref. Number: N20000001497

We have received your document for RESCUE UPSTREAM INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Just attached the articles you are adding or amending to application. We cannot accept a new complete set of articles.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Operations Manager A

Letter Number: 723A00016424

Articles of Amendment
to
Articles of Incorporation
of

FILED
2023 AUG 10 AM 10:07
SECRETARY OF STATE
FLORIDA

Rescue Upstream Inc.

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

N20000001497

(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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(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: N/A

6615 W. Boynton Beach Blvd. # 418

(Florida street address)

New Registered Office Address:

Boynton Beach, FL

(City)

Florida 33437

(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) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PCEO</u>	<u>Charlett R. Talmadge</u>	<u>6615 W. Boynton Beach Blvd. #418</u> <u>Boynton Beach, FL 33437</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DC</u>	<u>Kim Edgeworth</u>	<u>6615 W. Boynton Beach Blvd. #418</u> <u>Boynton Beach, FL 33437</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DST</u>	<u>Laura Stevenson</u>	<u>6615 W. Boynton Beach Blvd. #418</u> <u>Boynton Beach, FL 33437</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Christina DeNicola</u>	<u>6615 W. Boynton Beach Blvd. #418</u> <u>Boynton Beach, FL 33437</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DFound</u>	<u>Tanya Meade</u>	<u>6615 W. Boynton Beach Blvd. #418</u> <u>Boynton Beach, FL 33437</u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u></u>	<u></u>	<u></u> <u></u> <u></u>

F. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

ARTICLE III - PURPOSE RESCUE UPSTREAM is a non-profit corporation and shall operate exclusively for educational and educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. RESCUE UPSTREAM's purpose is to reduce human trafficking vulnerabilities and increase recovery of those living in modern day slavery by providing child sexual abuse prevention training, community awareness education, and direct outreach to those living in sexual exploitation

Also please see attached ARTICLE VII - NON-PROFIT NATURE & DISSOLUTION

The date of each amendment(s) adoption: April 13 2023, if other than the date this document was signed.

Effective date if applicable: April 13, 2023
(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.

ARTICLE III - PURPOSE

RESCUE UPSTREAM is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. RESCUE UPSTREAM's purpose is to reduce human trafficking vulnerabilities and increase recovery of those living in modern day slavery by providing child sexual abuse prevention training, community awareness education, and direct outreach to those living in sexual exploitation.

ARTICLE IV- ELECTIONS

The manner in which directors and/or officers are elected or appointed is as provided for in the bylaws.

ARTICLE V - REGISTERED AGENT

The name and Florida street address of the Registered Agent is Charlett Talmadge 6615 W.BoyntonBeach Blvd. Num 418 Boynton Beach, FL 33437.

ARTICLE IX - NON-PROFIT NATURE & DISSOLUTION

RESCUE UPSTREAM is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of RESCUE UPSTREAM 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 the

purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

RESCUE UPSTREAM is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual, upon dissolution or otherwise. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles and as provided for in the bylaws.

No officer or director of this corporation shall be personally liable for the debts or obligations of RESCUE UPSTREAM of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

Upon termination or dissolution of RESCUE UPSTREAM, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to RESCUE UPSTREAM. The organization to receive the assets of RESCUE UPSTREAM shall be selected by majority vote of the Board of Directors. If a majority vote cannot be achieved, then the recipient organization(s) shall be selected pursuant to the applicable Florida law then in effect.

ARTICLE X - DURATION

The period of duration of the corporation is perpetual.

☒ 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 13, 2023

Signature Charlett R. Talmadge
(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)

Charlett R Talmadge

(Typed or printed name of person signing)

President and CEO

(Title of person signing)