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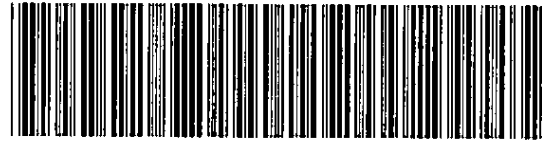
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 5 2021

S. PRATHER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Palm Beach for Christ, Inc.

DOCUMENT NUMBER: 120000008453

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

Please return all correspondence concerning this matter to the following:

Gilmer M. Heitman
(Name of Contact Person)

Nason, Yeager, Gerson, Harris & Fumero PA
(Firm/ Company)

3001 PGA Boulevard, Suite 305
(Address)

Palm Beach Gardens, FL 33410
(City/ State and Zip Code)

gheitman@nasonyeager.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marianne A. Smith, FRP, Paralegal at 561 249-2879
(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Palm Beach for Christ, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

N 2000000 8453
(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

New Registered Office Address:

(Florida street address)

(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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

- | | | | |
|--|---------------|--------------------------|--|
| 1) <input checked="" type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u>D.P.</u> | <u>Bene Paez</u> | <u>3001 PGA Blvd., Ste. 305</u>
<u>Palm Beach Gardens,</u>
<u>FL 33410</u> |
| 2) <input type="checkbox"/> Change
<input checked="" type="checkbox"/> Add
<input type="checkbox"/> Remove | <u>D.V.P.</u> | <u>Jeffrey Calenberg</u> | <u>3001 PGA Blvd., Ste. 305</u>
<u>Palm Beach Gardens</u>
<u>FL 33410</u> |
| 3) <input checked="" type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u>D.S.</u> | <u>Gregory Kino</u> | <u>3001 PGA Blvd., Ste. 305</u>
<u>Palm Beach Gardens</u>
<u>FL 33410</u> |
| 4) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | _____ | _____ | _____

_____ |
| 5) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | _____ | _____ | _____

_____ |
| 6) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | _____ | _____ | _____

_____ |

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

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

Please See Attached Amended Articles of
Incorporation.

Article III Purpose

Article V Not for Profit

Article VI Limitation

Article VII Tax exempt status

Article VIII Dissolution

Article IX Initial Registered office and Agent

Article X Initial officers/Directors

Article XI By laws

Article XII Adoption of Amendment

The date of each amendment(s) adoption: September 18, 2021, if other than the date this document was signed.

Effective date if applicable: September 18, 2021
(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 September 21, 2021

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)

Rene Paez

(Typed or printed name of person signing)

Director, President

(Title of person signing)

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TALLAHASSEE, FLORIDA

**AMENDED ARTICLES OF INCORPORATION
OF
PALM BEACH FOR CHRIST, INC.**

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is:

PALM BEACH FOR CHRIST, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the Corporation is **3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410**, and the mailing address of the Corporation is **3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410**.

ARTICLE III - PURPOSE

This corporation is a nonprofit corporation and is not organized for the private gain of any person. This corporation is organized and operated exclusively for religious and educational purposes within the meaning of section 501(c) (3). This corporation is organized under the Florida Not for Profit Corporation Act and shall be operated exclusively for charitable, religious, and educational purposes, including but not limited to the following:

- A. To advance, promote, spread, and proclaim the benefit of the Gospel of Jesus Christ and aim to pass on the Christian religious faith to its participants in Palm Beach and the surrounding area.
- B. To educate and expose the participants to the needs of the underprivileged in the surrounding area and around the world and to motivate them to become involved in helping the less fortunate in every way possible including joint outreach opportunities with other highly effective ministry organizations.
- C. To gather, hold, and distribute gifts, bequests, devises, and other funds for said charitable, religious purposes, Christian causes, and to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended (hereinafter the "Code") or the corresponding section of any future federal tax code.

- D. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to solicit, acquire, receive grants, bequests, and contributions, and to bequest, devise, gift, grant, donate, contribute, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.
- E. To engage in any other lawful activity, solely in furtherance and incident of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act.
- F. To operate exclusively for religious purposes within meaning of section 501(c)(3) of the Code.
- G. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- H. This Corporation shall have a perpetual existence.

ARTICLE IV – MEMBERSHIP

The Corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Articles of Incorporation or the Bylaws of the Corporation to the contrary notwithstanding.

ARTICLE V – NOT-FOR-PROFIT

The corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. §501(c)(3). If the corporation ever has members, no member shall have any vested right, interest, or privilege in or to the assets, income or property of the corporation, and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. §501(c)(3).

ARTICLE VI – LIMITATION

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members, directors, or officers. However, 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 herein.

ARTICLE VII – TAX-EXEMPT STATUS

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. §501(a) as an organization described in 26 U.S.C.A. §501(c)(3), and which is other than a private foundation defined in 26 U.S.C.A. §509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. §501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code as of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently added.

ARTICLE VIII – DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed, as the board of directors shall determine, to One (1) or more Not-for-Profit fund(s), foundation(s), or corporation(s) which are organized and operated exclusively for religious and charitable purposes purpose similar to the dissolving corporation and which have established tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax.

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 in the State of Florida, 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 IX – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410**, and the name of the Registered Agent at that address is **Gilmer M. Heitman Esq.**

ARTICLE X – INITIAL OFFICERS/DIRECTORS

Section 1. There at all times shall be three (3) Directors of the Corporation. The names and addresses of the persons who are to serve as the initial Directors of the Corporation being three (3) in number, are as follows:

<u>Director Name:</u>	<u>Address:</u>
Rene Paez	3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410
Gregory Kino	3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410
Jeffrey Calenberg	3001 PGA Boulevard, Suite 305, Palm Beach Gardens, Florida 33410

Section 2. The method of election of directors is as stated in the Bylaws of the corporation.

ARTICLE XI - BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE XII - ADOPTION OF AMENDMENT

There are no members or members entitled to vote on this amendment. This amendment was adopted by the board of directors.

Date: September 18, 2021

By: [Signature]
Rene Paz, Director

By: [Signature]
Gregory Kline, Director

By: [Signature]
Jeffrey Calenberg, Director

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TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NASON, YEAGER, GERSON, HARRIS & FUMERO, P.A.

By: [Signature]
Gilmer M. Heitman Esq.

Its: Registered Agent

Date: September 21, 2021