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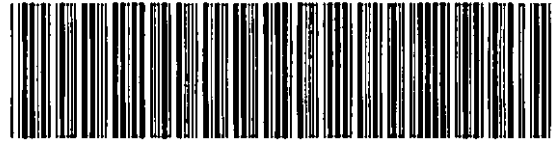
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Amended  
Excluded Act

JAN 11 2021

ALBRITTON

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC.

DOCUMENT NUMBER: N20000010145

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

Please return all correspondence concerning this matter to the following:

ARACELI SANCHEZ

(Name of Contact Person)

LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC.

(Firm/ Company)

1938 SE 12 STREERT

(Address)

HOMESTEAD, FL 33035

(City/ State and Zip Code)

celi.sanchez0106@gmail.com

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

For further information concerning this matter, please call:

Araceli Sanchez:

(Name of Contact Person)

at 305 338 7224

(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 7, 2020

ARACELI SANCHEZ  
1938 SE 12 STREET  
HOMESTEAD, FL 33035

SUBJECT: LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC.  
Ref. Number: N20000010145

We have received your document for LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amended and Restated Articles for non-profit corporations are filed pursuant to 617.1007, Florida Statutes.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Irene Albritton  
Regulatory Specialist II

Letter Number: 520A00024405

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

CERTIFICATE OF AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC.

Document number N20000010145

Love Without Walls Outreach Ministries, Inc. a not for profit corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

I

The name of the Corporation is Love Without Walls Outreach Ministries, Inc

II


The Corporation's Articles of Incorporation are amended and restated in their entirety by the Amended and Restate Articles of Incorporation, attached hereto as Exhibit A, in accordance with Sections.

III

The Corporation does not have members, so member approval is not required to amend the Articles of Incorporation. The Amended and Restated Articles of Incorporation were approved by the board of directors.

IN WITNESS WHEREOF, Love Without Walls Outreach Ministries, Inc. has caused this Amendment and Restatement of its Articles of Incorporation to be executed by its duly authorized officer on October 19<sup>th</sup>, 2020


By:

  
Araceli Sanchez  
President

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Subscribed, sworn to and acknowledged before me by Araceli Sanchez who has produced Dr. Lic 5522-000-711-596-0  
as identification, on Dec 17, 2020.

  
NOTARY PUBLIC

My commission expires 04-28-23



VICKI C. HENRY  
Commission # GG 318144  
Expires April 28, 2023  
Providing the Most Budget Notary Services

2020 OCT 19 3:03

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
LOVE WITHOUT WALLS OUTREACH MINISTRIES, INC.**

Pursuant to the provisions of Section 617.1007 of the Florida Statutes, this Florida Not-for-Profit Corporation amends its Articles of Incorporation. Love Without Walls Outreach Ministries, Inc. is not a membership organization and does not have any members. Hereforth, Love Without Walls Outreach Ministries, Inc.'s Articles of Incorporation shall read as follows:

**ARTICLE I  
NAME**

The Name of the Organization (hereinafter referred to as the "**Corporation**") shall be Love Without Walls Outreach Ministries, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The Principal Office of the Corporation shall be at:

1938 SE 12<sup>th</sup> Street  
Homestead, Florida 33035

**ARTICLE III  
REGISTERED AGENT**

The name and address of the Registered Agent in this State is:

Araceli Sanchez  
1938 SE 12<sup>th</sup> Street  
Homestead, Florida 33035

**ARTICLE IV  
PURPOSE OF CORPORATION**

The purpose for which this Corporation is organized is to provide community outreach and support to the underprivileged and victims of domestic violence. These purposes for which the Corporation is formed are exclusively charitable and educational and consist of the following:

1. The purposes of the Corporation are to function as a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, and to exercise all rights and powers conferred upon it by law and by these Articles of Incorporation.

2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institutions, foundations, governmental bureaus, departments or agencies.

3. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

## **ARTICLE V**

### **EXEMPTION REQUIREMENTS**

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. The Corporation is organized exclusively for charitable and educational purposes.

2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its directors, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

3. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

4. Notwithstanding any other provisions of this document, the organization 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)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE VI**  
**DURATION**

The duration of the corporate existence shall be perpetual.

**ARTICLE VII**  
**DISSOLUTION**

Upon winding up and dissolution of the Corporation, the assets remaining after payment of all debts and liabilities shall be distributed to one or more organizations exempt under Section 501(c)(3) of the Internal Revenue Code, or 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition of the Attorney General.

**ARTICLE VIII**  
**BOARD OF DIRECTORS**

The method of selection of the Board of Directors, and number of directors, shall be stated in the bylaws, but at no time shall the number of Board of Directors be less than three. The initial Board of Directors shall be comprised of the following individuals:

Araceli Sanchez  
1938 SE 12<sup>th</sup> Street  
Homestead, Florida 33035

Jennifer Ticas  
1938 SE 12<sup>th</sup> Street  
Homestead, Florida 33035

Debra Allen  
3472 SE 1<sup>st</sup> Street  
Homestead, Florida 33033

**ARTICLE IX**  
**PERSONAL LIABILITY**

No officer, or Director of the Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE X**  
**NON-STOCK CORPORATION**

The Corporation is a non-stock corporation, and no dividends or pecuniary profits will be declared. The Corporation has no authority to issue capital stock. All the earnings and property of the Corporation shall be used to further the purposes and objectives of the Corporation. Nothing contained herein, however, shall prohibit payments by the Corporation to directors, officers, or employees as reasonable compensation for services rendered to the Corporation.

**ARTICLE XI**  
**INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorneys' fees and costs, incurred by him/her (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for gross negligence or willful misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

**EXECUTION**

These Amended and Restated Articles of Incorporation are hereby executed on this

17<sup>th</sup> day of December, 2020  
Anaceli Sanchez, A. Jimenez  
President