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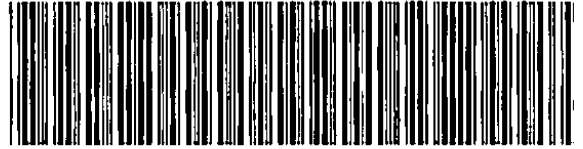
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*Amended
&
Restated*

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

November 5, 2020

Re: Healing Rainbow Program, Inc., a Florida nonprofit corporation

Document Number N20000010685

Enclosed is an original and one (1) copy of the Amended and Restated Articles of Incorporation, as well as a check made payable to the Florida Department of State in the amount of \$35 for the filing fee.

Please return all correspondence concerning this matter to the following:

MICAELA SOLOMON, PRESIDENT
13740 MAGNOLIA LAKE CT
FORT MYERS, FL 33907
MICAELASOLOMON73@GMAIL.COM

Thank you for your attention to, and assistance with, this matter.

Regards,

Callhan ("Callie") F. Soldavini, Esq.
Staff Attorney, Community Economic Development Unit
Legal Aid Service of Collier County • 4436 Tamiami Trail East, Naples, FL 34112
Tel: (239) 775-4555 • Fax: (239) 775-3887

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HEALING RAINBOW PROGRAM, INC.,**

(A Not-for-Profit Corporation)

Pursuant to the applicable provisions of Chapter 617, of the Florida Statutes, the undersigned Florida Nonprofit Corporation, **Healing Rainbow Program, Inc.** (hereinafter the "Corporation"), hereby certifies and files the following Amended and Restated Articles of Incorporation:

**ARTICLE I
CORPORATION NAME**

The name of the Corporation is Healing Rainbow Program, Inc.

**ARTICLE II
PRINCIPAL OFFICE ADDRESS**

The Corporation's principal office address is:

13740 MAGNOLIA LAKE CT
FORT MYERS, FL 33907

**ARTICLE III
MAILING ADDRESS**

The Corporation's mailing address is:


13740 MAGNOLIA LAKE CT
FORT MYERS, FL 33907

**ARTICLE IV
REGISTERED AGENT**

The name and address of the registered agent of the Corporation is:

MICAELA SOLOMON
13740 MAGNOLIA LAKE CT
FORT MYERS, FL 33907

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Micaela Solomon
Nov 5, 2020

**ARTICLE V
DURATION AND MEMBERSHIP**

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ARTICLE VI

DIRECTORS

The method of selection of Directors and the number of Directors shall be stated in the Corporation's Bylaws.

ARTICLE VII

CORPORATE PURPOSES

The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

1. This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. 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, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

ARTICLE IX

501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES.** Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. **EXCLUSIVITY.** The Corporation is organized exclusively for charitable and educational purposes.
3. **NO PRIVATE INUREMENT.** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any private person or individual. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered in carrying out, and to make payments and distributions in furtherance of, the purposes set forth in these Articles of Incorporation.

4. **LOBBYING AND POLITICAL CAMPAIGNS.** No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to

5. **DISSOLUTION**. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt 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. 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 a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE X
DEBT OBLIGATIONS AND PERSONAL LIABILITY

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

ARTICLE XI
INDEMNIFICATION

Indemnification of the Corporation's Officers and Directors shall be pursuant to the Corporation's Bylaws.

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in accordance with, and as provided for in, the Corporation's Bylaws.

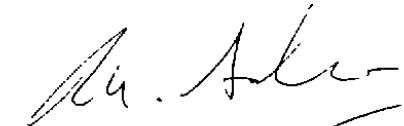
ARTICLE XIII
EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be the date of filing with the Department of State.

There being no members of the Corporation, these Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors at a meeting held on Nov 5, 2020.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

Board President:



Name: Micaela Solomon