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

Re:

Olive Branch Manna, Inc., a Florida nonprofit corporation

Document Number N21000000174

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:

Lorraine Leefook 1551 NW 157th Avenue Pembroke Pines, FL 33028 obmine2021@gmail.com

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

Regards

Lorraine Leefook

Olive Branch Manna, Inc.

Board of Directors

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF OLIVE BRANCH MANNA, INC. A FLORIDA NOT FOR PROFIT CORPORATION

Pursuant to the applicable provisions of Sections 617.1002, 617.1006, and 617.1007, of the Florida Statutes, the undersigned Florida Not for Profit Corporation, **Olive Branch Manna**, **Inc.** (hereinafter the "Corporation"), desiring to amend and restate its Articles of Incorporation, hereby certifies:

FIRST: The Corporation's Articles of Incorporation were filed with the Secretary of State of Florida on January 4, 2021, under Document Number N21000000174.

SECOND: These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them. To effect the foregoing, the Articles of Incorporation filed on January 4, 2021, are hereby amended and restated in its entirety as herein set forth in full:

ARTICLE I CORPORATION NAME

The name of the Corporation is Olive Branch Manna, Inc.

ARTICLE II PRINCIPAL OFFICE ADDRESS

The Corporation's principal office address is:

1551 NW 157th Avenue Pembroke Pines, FL 33028

ARTICLE III MAILING ADDRESS

The Corporation's mailing address is:

1551 NW 157th Avenue Pembroke Pines, FL 33028

ARTICLE IV REGISTERED AGENT

The name and address of the registered agent of the Corporation who previously accepted appointment as registered agent, continues to act in this capacity, and is authorized to accept service of process is:

Lorraine Leefook 1551 NW 157th Avenue Pembroke Pines, FL 33028

ARTICLE V DURATION AND MEMBERSHIP

The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's Bylaws.

ARTICLE VI BOARD OF DIRECTORS

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

ARTICLE VII CORPORATE PURPOSES

The purposes of this Corporation shall be for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act and to operate within the meaning of Section 50l(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future Federal tax code. Without limiting or expanding the foregoing, the specific purposes for which the Corporation was formed are as follows:

- 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, educational or fraternal 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.
- 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, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
- 3. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII 501(c)(3) LIMITATIONS

- CORPORATE PURPOSES. Notwithstanding any other provision of these Amended and Restated 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. <u>EXCLUSIVITY</u>. 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 Amended and Restated Articles of Incorporation.
- 4. <u>LOBBYING AND POLITICAL CAMPAIGNS</u>. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- 5. <u>DISSOLUTION</u>. 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 IX DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Director or officer 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 Directors or officers be subject to the payment of the debts or obligations of this Corporation.

ARTICLE X INDEMNIFICATION

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

ARTICLE XI AMENDMENT

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

 IN WITNESS WHEREOF, the undersigned, who are the duly authorized Board of Directors of the Corporation, execute these Amended and Restated Articles of Incorporation of Olive Branch Manna, Inc. on this test day of May, 2021, on behalf of the Corporation.

Sherion McDonald

Vedete Llewellyn-Board

Lorraine Leefook