

N21000001872

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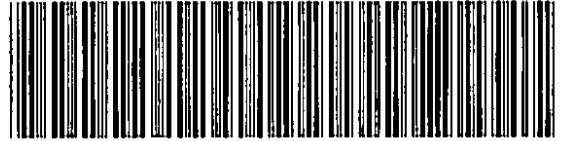
(Business Entity Name)

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*Restated Articles*

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2021 APR 12 PM 1:18

FILED

JUN 01 2021  
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**COVER LETTER**

Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** National Pilates Certification Program, Inc.  
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

\$35.00 Filing Fee  
 \$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy  
 \$52.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** Richard A.C. Alton, Esq.  
Name (Printed or typed)  
8100 Oak Lane, Suite 403  
Address  
Miami Lakes, Florida  
City, State & Zip  
305-381-0180  
Daytime Telephone number  
richard@altonlawflorida.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the document.**

**RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**NATIONAL PILATES CERTIFICATION PROGRAM, INC.**  
**A FLORIDA NOT FOR PROFIT CORPORATION**

FILED  
2021 APR 12 PM 11:30

I, THE UNDERSIGNED, by these Articles of Incorporation hereby form a Not-for-Profit Corporation pursuant to the provisions of Chapter 617 of the Florida Statutes.

**ARTICLE I**

The name of this corporation shall be: *National Pilates Certification Program, Inc.*

**ARTICLE II**

The principal place of operations and mailing address of this corporation shall be: *5341 NE 3<sup>rd</sup> Terrace, Fort Lauderdale, Florida 33334.*

**ARTICLE III**

This corporation is organized for purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code, as amended. This corporation shall serve as an organization vested in establishing, maintaining and promoting professional standards for trained Pilates teachers through a certification program. The purposes of the corporation shall be further the Pilates teaching profession in a way that promotes safe, ethical, consistent and effective practice by:

- A. providing a certification program for teachers of Pilates, through:
  - 1) developing a proficiency assessment procedure.
  - 2) granting a credential to those candidates that meet passing standards.
  - 3) setting effective renewal policies for credential(s);
- B. Establishing competency standards for Pilates instruction that promote effective, consistent and safe practice;
- C. Creating a forum for the exchange, development, and dissemination of standards for teaching Pilates;
- D. Conducting research in areas which further the purposes and objectives of quality Pilates instruction and teaching; and
- E. Working with related disciplines and fields as appropriate to further the objectives stated above.

**ARTICLE IV**

The term of existence of this corporation is perpetual.

#### ARTICLE V

The manner in which the directors are to be elected or appointed is as stated in the By-Laws, but in no event shall the number of Directors be less than three (3).

#### ARTICLE VI

Initial Officer and/or Directors:

Raimundo Infante, Director  
5341 NE 3rd Terrace  
Fort Lauderdale, Florida 33334

Kyria Sabin, Director  
5341 NE 3rd Terrace  
Fort Lauderdale, Florida 33334

Karyn Staples, Director  
5341 NE 3rd Terrace  
Fort Lauderdale, Florida 33334

#### ARTICLE VII

The name and address of the Incorporator of these Articles is: *Richard A.C. Alton, Esq., 8100 Oak Lane, Suite 403, Miami Lakes, Florida 33016.*

#### ARTICLE VIII

The name and Florida address of the Registered Agent of this corporation is: *Richard A.C. Alton, Esq., 8100 Oak Lane, Suite 403, Miami Lakes, Florida 33016.*

#### ARTICLE IX

The limitations and activities of this corporation shall adhere to the following:

- A. No part of a this organization's net earnings may inure to the benefit of any private shareholder or individual (or their related party) and it may not be organized for profit to engage in an activity ordinarily carried on for profit.
- B. No part of the net of the earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to apply reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE III of these Articles of Incorporation.

- C. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall 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.
- D. Notwithstanding any provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on by corporations exempt under Section 501(c)(6) of the Internal Revenue Code, as amended, and its regulations, as they now exist or as they may hereafter be amended.
- E. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation as set forth in ARTICLE III of these Articles of Incorporation.

#### **ARTICLE X**

The qualification of candidates and the manner of their admission shall be regulated by the By-Laws of this corporation.

#### **ARTICLE XI**

Upon any dissolution of this corporation, its property and assets shall be applied and distributed as follows:

- A. All liabilities, debts, and obligations of this corporation shall be paid, satisfied, and discharged, or adequate provisions shall be made.
- B. Assets held by this corporation upon conditions requiring return, transfer, or conveyance, which conditions occur by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.
- C. Any remaining assets or property of this corporation shall be distributed to a nonprofit of similar mission that holds a 501(c)(6) or (3) status.

#### **ARTICLE XII**

This corporation reserves the right to amend, alter, modify, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment of the provisions thereto, in the manner now or hereafter prescribed by statute, and all rights and powers conferred herein on members, directors, and officers are subject to this reserve power: provided, however, that in default of expressed statutory provisions, these Articles of Incorporation may be amended in any respect by a majority vote of those persons constituting the Board of Directors at such time: further provided, notwithstanding anything within this Article XII to the contrary, no amendment shall be made to the Articles of Incorporation which would cause this corporation to cease to qualify as an exempt organization under Section 501(c)(6) of the Internal Revenue Code, as amended.

### **ARTICLE XIII**

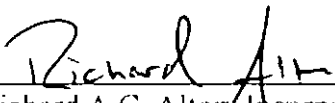
These restated Articles of Incorporation consolidate all amendments into a single document, the same of which have been formally adopted by the Board of Directors. Additionally, these restated Articles of Incorporation do not contain any amendments that require member approval.

*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 in compliance with all applicable Florida Statutes.*

  
Richard A.C. Alton, Registered Agent

3/4/2021  
Date

*The undersigned subscriber has executed these Articles of Incorporation on the date listed below.*

  
Richard A.C. Alton, Incorporator

3/4/2021  
Date