

5/4/2021

Division of Corporations

Florida Department of State

N2100003718

Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

SPECIAL NEEDS WORLD HALL OF FAME, INC.

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SPECIAL NEEDS WORLD HALL OF FAME, INC.
(A Corporation Not for Profit)

Pursuant to Section 617.1006, Florida Statutes, the Board of Directors of Special Needs World Hall of Fame, Inc., a Florida not for profit Corporation (the "**Corporation**"), by its undersigned President, has adopted the following Amended and Restated Articles of Incorporation:

I.
NAME OF CORPORATION

The name of the Corporation is:

Special Needs World Hall of Fame, Inc.

The principal address and the mailing address of the Corporation is:

8615 Dunmore Drive
Sarasota, Florida 34231

II.
PURPOSES

The purposes for which the Corporation is organized are exclusively charitable, health, welfare, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any United States Internal Revenue Law.

The general nature, objects, and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for charitable, health, welfare, scientific, literary, educational, and other charitable purposes, including:

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(a) To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are not inconsistent with its purposes; or

(b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the Board of Directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

The specific nature, object, and purpose of the Corporation is to recognize the achievements of individuals with special needs around the world in order to empower those growing up with special needs.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors, or other private persons, except that 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 herein. 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 any candidate for public office. Notwithstanding any other provisions of this document, the Corporation 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, or 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 Tax Code, or corresponding section of any future federal tax code.

III. MEMBERS

The Corporation shall not have members.

IV. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors will be as stated in the Bylaws.

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**V.
OFFICERS AND DIRECTORS**

The names and addresses of the current officers and directors of the Corporation are as follows:

| | | |
|------------------------------------------------------------------|---|---------------------------------------------------|
| Shane Neumann 8615 Dunmore Drive Sarasota, FL 34231 | - | President, Chairman of the Board, and Director |
| Sharon Neumann Woerner 2112 Teal Avenue Sarasota, FL 34232 | - | Vice President, Treasurer, and Director |
| Troy Logan 716 Edgemere Lane Sarasota, FL 34242 | - | Vice President and Director |
| Andrew Schwartz 1722 Wildwood Court Goshen, IN 46526 | - | Vice President |
| Samuel Mullinax 823 Ross Street Perry, GA 31069 | - | Vice President |
| Vernon Woerner 2112 Teal Avenue Sarasota, FL 34232 | - | Secretary |

**VI.
CORPORATE EXISTENCE**

The existence of this Corporation shall be perpetual, until dissolved in accordance with the Bylaws.

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VII. BYLAWS

The Board of Directors of the Corporation shall adopt Bylaws consistent with these Amended and Restated Articles of Incorporation. Thereafter, the Bylaws may be altered, amended, or rescinded by the Board of Directors in the manner provided in such Bylaws.

VIII. COMMITTEES

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

IX. REGISTERED OFFICE

The street address of the registered office of the Corporation is 8615 Dunmore Drive, Sarasota, Florida 34231, and the name of the registered agent of this Corporation at that address is Shane Neumann.

X. DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes for which this Corporation was organized to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law, or to a state or local government, for a public purpose. Any such assets not 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 such court shall determine, which are organized and operated exclusively for such purposes.

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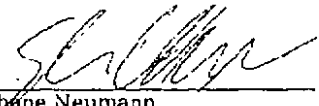
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XI.
AMENDMENT

This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Amended and Restated Articles of Incorporation, or any amendment hereto, in the manner now or hereafter provided in the Bylaws or prescribed by law.

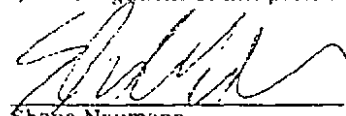
This amendment was adopted by the Board of Directors on May 3, 2021, and the number of votes cast for the amendment was sufficient for approval. There are no members or members entitled to vote on the amendment.

IN WITNESS WHEREOF, the President has executed these Amended and Restated Articles of Incorporation this 3 day of May 2021.


Shane Neumann
As its President

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of the Corporation, to accept service of process upon said Corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.


Shane Neumann
Registered Agent

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