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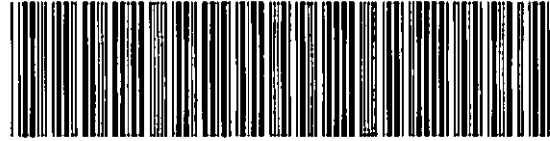
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Amended & Restated

2021 AUG -3 PM12 34
STATE OF FLORIDA
CLERK OF THE COURT

FILED

AUG 24 2021

A RAMSEY

2BE, INC.
307 W. HERMOSA STREET
LADY LAKE, FL 32159

July 30, 2021

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

Re: 2 BE, Inc.
Document Number: N21000008025
Submission/Filing of Amended and Restated Articles of Incorporation

To Whom It May Concern:

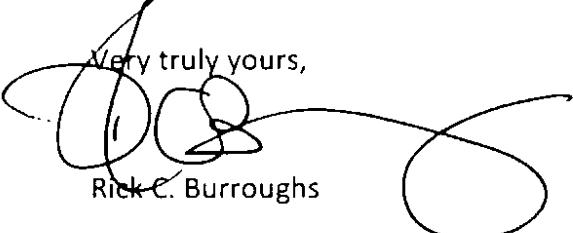
Please find enclosed the Amended and Restated Articles of Incorporation for the above referenced corporation. We have also enclosed a check to cover the \$35.00 Filing Fee.

Please return all correspondences concerning this matter to:

Rick C. Burroughs
2 BE, Inc.
3732 Gatlin Ridge Drive
Orlando, FL 32812

The following email: rcburroughs@gmail.com should be used for future annual report notifications. Should you have questions or need any additional information, please do not hesitate to contact me at 407-335-9280.

Very truly yours,



Rick C. Burroughs

Enclosures

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
2 BE, INC
A FLORIDA NONPROFIT CORPORATION**

FILED
2021 AUG -3 PM 12 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with the Articles of Incorporation of 2 BE, Inc., a Florida Not for Profit Corporation (the "Corporation"), and the provisions of Sections 617.1002 and 617.1007 of the Florida Not for Profit Corporation Act, The Board of Directors of the Corporation held a meeting on July 15, 2021 and at the meeting of the Directors of the Corporation cast a number of votes sufficient for approval of the amendment and restatement thereof. Accordingly, the Articles of Incorporation of 2 BE, Inc., a Florida Not-for-Profit Corporation, are hereby amended and restated in their entirety to read as follows:

**ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPLE PLACE OF BUSINESS**

The name of this Corporation shall be **2 BE, Inc.**, The mailing address of the corporation is 3732 Gatlin Ridge Drive, Orlando FL 32812. The principle place of business shall be 307 W. Hermosa Street, Lady Lake, FL 32159.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The Street address of the initial registered office of this Corporation shall be 3732 Gatlin Ridge Drive, Orlando, FL 32812, and the name of the registered agent for the Corporation shall be Rick C. Burroughs.

**ARTICLE III
PURPOSES**

SECTION 1. The primary purpose for which this Corporation is formed is to promote a greater sense of spirituality and serve the greater Central Florida community; and for which it is organized is exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, as amended (The "Code"), or the corresponding provisions of any future tax laws.

SECTION 2. The general purposes for which this Corporation is organized are exclusively charitable purposes within the meaning of the Code. The specific purpose for which the Corporation is organized is to serve as a Church/Spiritual Center, that is only explainable in terms of who the Supreme Being/Spirit is. The Corporation is established to provide personal, community and spiritual growth through study, discourse, outreach, and artistic endeavors.

SECTION 3. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from federal income tax under Section 501 (c)(3) of the Code, or the corresponding provisions of any future federal tax laws, or (b) by an organization, contributions to which are deductible under Section 170(c) of the Code, or the corresponding provisions of any future tax laws.

**ARTICLE IV
RESTRICTIONS**

SECTION 1. No Private Inurement. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its Directors, officers, or other private person; 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 in Article III hereof. The Corporation shall not have capital stock or shareholders.

SECTION 2. No Substantial Lobbying. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

SECTION 3. No Political Campaigning. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf for public office.

**ARTICLE V
POWERS**

This Corporation shall be authorized to exercise the powers permitted corporations not for profit under Chapter 617, Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501 (c)(3) of the Code.

**ARTICLE IV
MEMBERSHIP**

The Corporation shall have no members.

**ARTICLE VII
TERM**

This Corporation shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE VIII
BOARD OF DIRECTORS**

SECTION 1. Number. The governing body for the Corporation shall be known as the "Board of Directors". The Board of Directors shall consist of not fewer than three (3) members, and of not more than a maximum number determined by the Bylaws of the Corporation, as amended from time to time.

SECTION 2. Powers. The Board of Directors shall manage the civil activities and affairs of the Corporation, and shall have all the rights and powers of a board of directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the leasing, buying, selling, and mortgaging of property for the church/spiritual center, the acquiring and conveying of title to such property, the holding and defending of title to the same, the managing of any permanent special funds entrusted to them for the furtherance of the purposes of the Church/Spiritual Center. In leasing, buying, selling and mortgaging real property, the Directors shall act solely under the authority of the Corporation, granted in a duly constituted meeting of the Corporation. The Board of Directors shall have the power to adopt and amend the Bylaws by a majority vote and any way not inconsistent with the Articles of Incorporation, or the laws of the State of Florida and the laws of the United States.

SECTION 3. Election, Qualifications, and Term. The method of election, the qualifications, and the term of each member of the Board of Directors shall be as established in the Bylaws.

SECTION 4. Officers. The Board of Directors may elect such officers as the Bylaws may specify, who shall have such titles and exercise such duties as the Bylaws may provide.

SECTION 5. Initial Directors. The initial Board of Directors shall consist of three (3) members. The names and addresses of the person who are to serve as Directors, until the first annual election of Directors, or for such other periods as may be specified in the Bylaws are:

Name	Address
Paxton H. McCaghren	3732 Gatlin Ridge Drive Orlando, FL 32812
Rick C. Burroughs	3732 Gatlin Ridge Drive Orlando, FL 32812
Brittany A. Morton	3732 Gatlin Ridge Drive Orlando, FL 32812

ARTICLE IX OFFICERS

The affairs of the Corporation shall be managed by a President, Vice-President, Secretary/Treasurer, and such other officers as are permitted in the Bylaws. The names and addresses of those persons who shall act as officers of the Corporation until the election of their successors are:

Name	Address	Office
Paxton H. McCaghren	3732 Gatlin Ridge Drive Orlando, FL 32812	President
Rick C. Burroughs	3732 Gatlin Ridge Drive Orlando, FL 32812	Vice-President
Brittney A. Morton	3732 Gatlin Ridge Drive Orlando, FL 32812	Secretary/Treasurer

ARTICLE X DISSOLUTION

SECTION 1. Dissolution. The dissolution of the Corporation must first be approved by two-thirds vote of the Board of Directors at a special meeting called for that purpose with appropriate notice given in writing stating the purpose of the meeting. Upon such approval by the Board of Directors, the Officers of the Corporation must then approve such dissolution by majority vote at a specially called meeting pursuant to proper notice.

SECTION 2. Liquidation. Upon dissolution of the Corporation, the Board of Directors shall make provisions for the payment of all of the liabilities of the Corporation, and shall thereafter dispose of all of the assets of the corporation exclusively for the purposes stated in Article III hereof, in such manner, or to such organization or organizations organized and operated exclusively for the charitable, education, or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal revenue Code (or the corresponding previsions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

**ARTICLE XI
BYLAWS**

Subject to any limitations at any time contained in the Bylaws of this Corporation and in Chapter 617, Florida Statutes, Bylaws of this corporation may be adopted, altered, amended or rescinded, and new Bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided in the Bylaws.

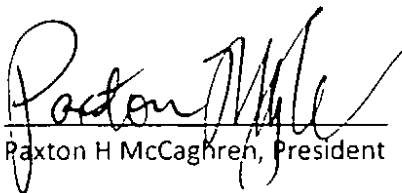
**ARTICLE XII
AMENDEMENT OF ARTICLES**

These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors.

**ARTICLE XIII
INDEMNIFICATION**

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be , or not opposed to, the best interest of the Corporation: and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful; except that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance o his duty to the Corporation, unless and only to the extent that the court in which the action or suit was brought shall determine, upon application , that despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court shall deem proper.

IN WITNESS WHEREOF, the undersigned officer had hereto set his hand and seal on this the 17th day of July, 2021.


Paxton H McCaghren, President