

N210000008605

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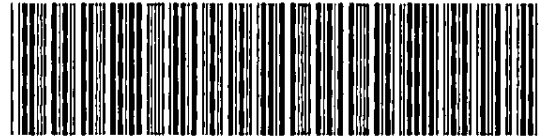
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Happy Brew, Inc.

DOCUMENT NUMBER: N21000008605

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Amy Franks

(Name of Contact Person)

(Firm/ Company)

3362 San Jose Blvd

(Address)

Jacksonville, FL 32207

(City/ State and Zip Code)

a.franks@southsidemethodist.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tala Woods

904

563.5912

(Name of Contact Person)

at

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

AMENDED AND RESTATED ARTICLES OF INCORPORATION

HAPPY BREW, INC.

ARTICLE 1

NAME

The name of this corporation is: HAPPY BREW, INC. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and mailing address of this Corporation is
~~3362 San Jose Boulevard, Jacksonville, Florida 32207.~~

ARTICLE 3

DURATION

The existence of this Corporation shall commence on the date of filing with the Division of Corporations, State of Florida, and the term of duration of the Corporation shall be perpetual.

ARTICLE 4

PURPOSES LIMITATIONS AND DISSOLUTION

Section 4.1 Purposes. The Corporation is a Florida not-for-profit corporation, organized 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, or the corresponding section of any future federal tax code. The Corporation is organized to provide vocational training, internships and employment opportunities for adults and students with intellectual and developmental differences ("IDD").

Section 4.2 Limitations. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(2) of the Code.

Section 4.3 Dissolution. Upon the dissolution of the corporation, the Board of Directors shall distribute the assets of the corporation in accordance with applicable law, and to the extent not consistent therewith shall, after paying or making adequate provision for the payment of the liabilities and obligations of the corporation, and after the return, transfer, or conveyance of assets which are held by the corporation under a condition requiring their return, transfer or conveyance by

reason of dissolution, shall distribute all of the assets of the corporation exclusively for the purposes of the Corporation, to such other organization or organizations organized and operated for charitable, educational or scientific purposes as the Board of Directors shall determine; provided, however, that any organizations, other than a governmental body or agency, to which assets are distributed pursuant to this paragraph shall, at the time, qualify as an organization exempt from federal income taxation under Section 501(c)(3) of the Code.

ARTICLE 5

POWERS

Subject to the restrictions and limitations set forth in Article 4, the corporation shall have and may exercise all powers, rights and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida.

ARTICLE 6

BOARD OF DIRECTORS

Section 6.1 Board of Directors. All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, the board of directors of the Corporation (the "Board of Directors"), except as otherwise provided by law or in these articles of incorporation (the "Articles of Incorporation") or the bylaws of the Corporation (the "Bylaws").

Section 6.2 Number and Election. The number of directors constituting the initial Board of Directors is eleven (11). The number of directors may be increased from time to time in accordance with the Bylaws, but shall never be less than three (3). The directors, shall be elected or appointed in such manner and to serve for such terms as shall be provided in the Bylaws.

Section 6.3 Directors. The name and address of each person who is to serve as an initial director of the Corporation until his or her death, resignation or removal, or the election or appointment and qualification of his or her successor, is as follows:

Name	Address
Amy Franks	3362 San Jose Blvd Jacksonville, FL 32207
Mark Johnson	4448 Silverwood Lane Jacksonville, FL 32207
Bob Joel	1988 Camellia Oaks Lane Jacksonville, FL 32217
Tom Rossi	1104 Lakewood Road Jacksonville, FL 32207
Lisa Leuthold	948 Old Grove Manor Jacksonville, FL 32207
Alan Ridge	2611 River Road Jacksonville, FL 32207
Barry Henry	7204 San Carlos Road Jacksonville, FL 32217
Sally MacKay	1412 1st Street N Apt#109 Jacksonville Beach, FL 32250
Mara Webb	715 Granada Blvd Jacksonville, FL 32207
Joel Chamberlain	6923 Almours Dr Jacksonville, FL 32217
Christy Iglesias	10883 Coral Shores Drive Jacksonville, FL 32256

ARTICLE 7 **INDEMNIFICATION**

Subject to the Bylaws, and the board of directors of the Corporation (the "Board of Directors") is hereby specifically authorized to make provisions for indemnification of trustees, officers, employees and agents to the full extent permitted by law.

ARTICLE 8 **BYLAWS**

Bylaws, not inconsistent with law or these articles of incorporation (the "Articles of Incorporation"), for the administration of the affairs of the Corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended and repealed by the Board of Directors.

ARTICLE 9 **AMENDMENTS**

These Articles of Incorporation may be amended only by the Board of Directors.

ARTICLE 10
INCORPORATOR

The name and post office address of the incorporator of the Corporation is:

Tala A. Woods
2327 Broadmoor Lane
Jacksonville, Florida 32207

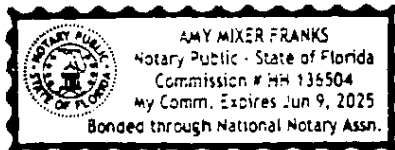
IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation this 7th day of July, 2021.




TALA A. WOODS

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 7th day of July, 2021, by Tala A. Woods who is ☒ personally known to me, or who ☐ has produced _____ as identification.





Notary Public, State of Florida at Large
My Commission Expires: 6/9/2025

**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That HAPPY BREW, INC., hereby designates Amy Franks, as its registered agent to accept service of process within the State of Florida, and the street address of its registered office shall be 3362 San Jose Boulevard, Jacksonville, Florida 32207.

HAPPY BREW, INC.

July 7, 2021

BY: Tala A Woods
Tala A. Woods, Incorporator

ACCEPTANCE

Having been named to accept service of process from the above named Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open such office.

July 7, 2021

Amy Franks
AMY FRANKS