

N21000013543

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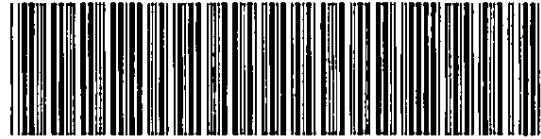
(Business Entity Name)

(Document Number)

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2022 MAR 14 AM 9:52
CLERK OF COURT
STATE OF NEW YORK

FILED

C. BRUMBLEY
MAR 29 2022

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ALIVE AND WELL COMMUNITY OUTREACH INC

DOCUMENT NUMBER: N21000013543

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

Please return all correspondence concerning this matter to the following:

CALVANETTA S FRANKLIN

(Name of Contact Person)

ALIVE AND WELL COMMUNITY OUTREACH INC

(Firm/ Company)

18425 NW 2ND AVENUE 5TH FLOOR PH7

(Address)

MIAMI GARDENS, FLORIDA 33169

(City/ State and Zip Code)

myaliveandwellprogram@gmail.com

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

For further information concerning this matter, please call:

HARRIETTE GREENE

786

238-8746

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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

Articles of Amendment
to
Articles of Incorporation
of

ALIVE AND WELL COMMUNITY OUTREACH INC

(Name of Corporation as currently filed with the Florida Dept. of State)

N21000013543

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

15800 PINES BOULEVARD SUITE 3095

PEMBROKE PINES, FLORIDA 33027

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

ARTICLE I NAME SEE ATTACH DOCUMENTS

ARTICLE II PRINCIPAL OFFICE SEE ATTACH DOCUMENTS

ARTICLE III PURPOSE SEE ATTACH DOCUMENTS

ARTICLE IV DRISTRIBUTION SEE ATTACH DOCUMENT

ARTICLE V EXISTENCE SEE ATTACH DOCUMENTS

ARTICLE VI QUALIFICATION OF MEMBERS SEE ATTACH DOCUMENTS

ARTICLE VII MANAGEMENT SEE ATTACH DOCUMENTS

ARTICLE VIII EXECUTIVE BOARD AND BOARD OF DIRECTORS SEE ATTACH DOCUMENTS

ARTICLE IX CONFLICT OF INTEREST POLICY SEE ATTACH DOCUMENTS

ARTICLE X REGISTERED AGENT AND PRINCIPAL OFFICE SEE ATTACH DOCUMENTS

ARTICLE XI INCORPORATOR & INITIAL REGISTERED AGENT SEE ATTACH DOCUMENTS

ARTICLE XII DISSOLUTION SEE ATTACH DOCUMENTS

The date of each amendment(s) adoption: 01/25/2022, if other than the date this document was signed.

Effective date if applicable: 01/25/2022
(no more than 90 days after amendment file date)


Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 01/25/2022

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

CALVANETTA S FRANKLIN

(Typed or printed name of person signing)

CEO/PRESIDENT

(Title of person signing)

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2022 MAR 14 AM 9:52
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

**ALIVE AND WELL COMMUNITY
OUTREACH INC**

A FLORIDA NON-PROFIT CORPORATION

The undersigned, purpose is to facilitate a relationship with the members and the communities of ALIVE AND WELL COMMUNITY OUTREACH INC. Through social interactions and community engagements this relationship will provide meaningful and engaging opportunities for all members and the community through outreach programs for adults, elderly and members of the communities of ALIVE AND WELL COMMUNITY OUTREACH INC. This is for the purpose of forming a Non-Profit Corporation pursuant to FLORIDA Law, Section 617 hereby certifies as follows:

ARTICLE I

NAME

The name of this Corporation shall be ALIVE AND WELL COMMUNITY OUTREACH INC and it shall be known as AWCO, and the corporation shall have perpetual duration.

ARTICLE 11

PRINCIPLE OFFICE

The principal place of business address of this corporation shall be 18425 NW 2ND AVENUE 5TH FLOOR PH7 MIAMI GARDEN, FLORIDA 331689

The principal place of business mailing address of this corporation shall be 15800 PINES BOULEVARD SUITE 3095, PEMBROKE PINES, FLORIDA 33027

ARTICLE III

PURPOSE

This Corporation is 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 of 1986 (or corresponding provision of any future United States Internal Revenue Law).

The specific purpose for which the ALIVE AND WELL COMMUNITY OUTREACH INC is formed is to assist the community and the public. It will primarily be assisting the community through HIV, STD SERVICES TESTING AND TREATMENT, WELLNESS INFUSION-HYDRATION THERAPY. Also providing PCR testing, Primary Care Services and Community Fingerprinting Services. Distributing literature and to provide education on safe sex practices. We will also education to the public and the community of knowledge and assist patients with linkage to care practices. Our goals are to treat and help stop the spread of HIV, STDs, also STI's in the community. This corporation is to benefit the less fortunate, low income and people who are unable to pay for the above services. To form a relationship with the community through social engagements and outreach programs to enhance life enrichments and financial assistance.

The foregoing purpose and activities will be interpreted as examples only and not as limitations and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purpose, which become necessary profitable, or desirable for furtherance of the corporation objective expressed above. For all other Lawful purpose for which non-profit corporation may be formed under Section 501 (c) (3) of the Internal Revenue Code of 1986.m

ARTICLE IV

DISTRIBUTION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustee, officers, or private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purpose set forth in Article II hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attending to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the 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 (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE V

EXISTENCE

The Corporation shall have perpetual existence

ARTICLE VI

QUALIFICATION OF MEMBERS

Members shall be any individuals, parents, guardian, family members over 18 years of age. The individuals qualify and are eligible to be admitted to the Corporation as members, who are willing to promote the purpose of this corporation. The qualification of members shall be set by the by-laws of the corporation. Men, Women, boys, and girls will be accepted to the membership. All member is accepted by the executive board with final approval of the CEO Calvinetta S Franklin.

ARTICLE VII

MANAGEMENT

The daily affairs of the Corporation are to be managed by the CEO, the Executive Board, the Board of Directors and Committee Chairman, who will serve as an elected position. Any executive Committee member or board of Director may be appointed to assist in the management of the corporation. Any of these members may be remove or exempt from any decision by the CEO Calvinetta S Franklin.

ARTICLES VIII

EXECUTIVE BOARD AND BOARD OF DIRECTORS

The Executive Board of ALIVE AND WELL COMMUNITY OUTREACH INC. shall be comprised of the CEO, President, Vice President, Assistant Vice President, Secretary, Treasurer, and Assistant Treasurer. Officers appointed to the Executive Board shall comprise of the following: Chaplin, Parliamentarian, the Sergeant at Arms, and the Board of Directors. The Board of Directors shall be composed of not less than (2) members.

ARTICLES IX

CONFLICT OF INTEREST POLICY

In the best interest of the ALIVE AND WELL COMMUNITY OUTREACH INC in the event of a conflict of interest, the item should be voted on by the Executive Board and Board of Directors. If unable to resolve the issue, it should be presented to the paid members of the ALIVE AND WELL COMMUNITY INC that have voting rights for a solution. After the vote, the majority rules and shall be accepted. No person will set their own compensation or business deal. All decisions must be voted on by the Executive Board. With the final decision of CEO Calvanetta S Franklin.

ARTICLE X

REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the Corporation's physical office and County in the State of Florida for the transaction of the activities of the Corporation is 18425 NW 2ND AVENUE, 5TH FLOOR PH7 MIAMI GARDEN, FLORIDA 33169, and the mailing address will be 15800 PINES BOUVELARD, SUITE 3095 PEMBROKE PINES, FLORIDA 33027 and the registered agent at that office is Calvanetta S Franklin.

ARTICLE XI

INCORPORATOR & INITIAL REGISTERED AGENT

The name and address of the Incorporator is:

Calvanetta S Franklin

6919 W. BROWARD BOULEVARD, SUITE 320

BROWARD BOULEVARD, FLORIDA 33317

ARTICLES X11

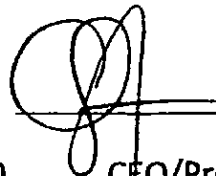
EXECUTIVE BOARD AND DIRECTORS

EXECUTIVE BOARD

Calvanetta S Franklin

6919 W Broward Boulevard Suite 320

Broward Boulevard, Florida 33317



CEO/President/Director

Eleanor Franklin

PO BOX 444

Dania Beach, Florida 30004



Vice-President

MA. Elena Ruste

7401 NW 16th Street Apt 210

Plantation, Florida 33313



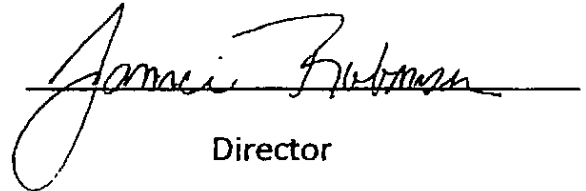
Secretary/Treasurer/Director

DIRECTORS

Janice Robinson

5626 Jefferson Street

Hollywood, Florida 33023

A handwritten signature in black ink, reading "Jamie Rubman", is written over a horizontal line. The signature is fluid and cursive.

Director

ARTICLES X111


DISSOLUTION

ALIVE AND WELL COMMUNITY RESOURCES INC dissolved at a membership meeting called for that specific purpose by a majority vote of the Executive Board. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes 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 public purposes.

However, if a named recipient is not then in existence or no longer a qualified distribute or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax, Reliance may be placed upon Florida State Law to establish permanent dedication of assets for exempt purposes.

Any such assets not so disposed of by the Court of Competent Jurisdiction of the County in which the principal office of the corporation is then located, executively for such purposes or to such organization or organizations, as said Court shall determine. Which are organized and operated exclusively for such purposes.

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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

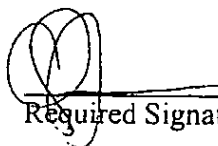


Required Signature of Registered Agent

02/21/2022

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator

02/21/2022

Date

-Acceptance of Agent-

ACKNOWLEDGEMENT

IN WITNESS WHEREOF, I **Calvanetta S Franklin**, the undersigned, executive CEO, incorporator and register agent have signed these Articles on the 21 day of February 2022 and acknowledge the same to be my act.

Signed 

Print Name CALVANETTA FRANKLIN

The above Articles of incorporation were adopted on 02/21/2022.

The following Articles of Incorporation were filed to the Division of Incorporation on 02/22/2022.

Regards,

Calvanetta S Franklin

Register Agent