

N22000003539

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: FREEDOM ALLIANCE OF FLORIDA, INC.

DOCUMENT NUMBER: N22000003539

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

Please return all correspondence concerning this matter to the following:

Timothy Binns, Secretary of the Board

(Name of Contact Person)

FREEDOM ALLIANCE OF FLORIDA, INC.

(Firm/ Company)

819 Fairwaycove Ln., Unit 206

(Address)

Bradenton, FL 342

(City/ State and Zip Code)

TSTFLSecretary@gmail.com

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

For further information concerning this matter, please call:

Timothy Binns

720

289-7735

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

FREEDOM ALLIANCE OF FLORIDA, INC.

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

N22000003539

(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**)*

7911 Whitehaven Ct

Jacksonville, FL 32244

**C. Enter new mailing address, if applicable:**

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

819 Fairwaycove Ln., Unit 206

Bradenton, FL 34212

**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: \_\_\_\_\_

\_\_\_\_\_  
*(Florida street address)*

New Registered Office 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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CLERK OF STATE

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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	<u>P</u>	<u>Damian Lastovich</u>	<u></u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add	<u>P</u>	<u>Sarah Merritt</u>	<u>2729 Ridge Ave</u> <u>Sarasota, FL 34235</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Jonathon Addington</u>	<u>1112 Pangola Dr</u> <u>Jacksonville, FL 32205</u>
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			

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

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

See attached

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TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: 5/30/22, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(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 5/30/22

Signature Timothy Binns  
(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)

Timothy Binns  
(Typed or printed name of person signing)

Incorporator and Secretary of the Board  
(Title of person signing)

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**First Amendment to Articles of Incorporation  
Of**

**Freedom Alliance of Florida, Inc.**

**WHEREAS**, Freedom Alliance of Florida, Inc. ("Corporation") was incorporated in the State of Florida on March 30, 2022;

**WHEREAS**, the initial Board of Directors, consisting of President, Secretary, and Treasurer was established only for such as time needed for the voting members of the Congregation to elect a permanent Board of Directors;

**WHEREAS**, the Congregation conducted an election to establish a Board of Directors on May 20, 2022; and

**WHEREAS**, the following natural persons were duly elected to serve in the capacity of:

1. President to be Sarah Merritt of Sarasota, Florida
2. Vice President to be Jonathon Addington of Jacksonville, Florida
3. Secretary to be Timothy Binns of Bradenton, Florida
4. Treasurer to be James M. White of Jacksonville, Florida
5. Board Member At-Large to be Bethany Tate of Bradenton, Florida;

**WHEREAS**, the duly elected Board of Directors met first in their capacity on May 24, 2022;

**WHEREAS**, the Board of Directors is authorized to amend the Articles of Incorporation pursuant to the adopted Bylaws of Corporation; and

**WHEREAS**, it is the desire of the Board of Directors, pursuant to its authority as aforesaid, to amend the Articles of Incorporation of Corporation.

**NOW, THEREFORE, BE IT RESOLVED**, that the Articles of Incorporation are hereby amended to read as set forth in full following the first paragraph, and through to the final paragraph beginning "WE, THE UNDERSIGNED...":

**ARTICLE I**

The name of this corporation shall be Freedom Alliance, Inc., located at 7911 Whitehaven Court, Jacksonville, Florida 32244.

**ARTICLE II**

The address of the registered office of the corporation in the State of Florida is 819 Fairwaycove Lane, No. 206, Bradenton, Florida 34212, in the county of Manatee. The name of its registered agent at such address is Timothy Binns.

**ARTICLE III**

This corporation is organized as a tax-exempt organization exclusively for one or more of the purposes specified under Section 501(c) of the Internal revenue Code. Specifically, the corporation is organized as a church or religious institution as described under 501(c)(3). The purpose of the corporation is to engage in the following activities: (i) the promotion of the

beliefs, ideals, and the tenets of the religion; (ii) mutual support and assistance of the religion's members; (iii) holding religious events and ceremonies; (iv) interaction with the communities within which the church has a presence; (v) to engage in such other activities consistent with the operation of a non-profit church as described by Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

#### **ARTICLE IV**

The organization may be dissolved only with the authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the members. In the event of the dissolution of the organization, the assets shall be applied and distributed as follows:

All liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to a charitable and educational organization, organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Board of Directors.

#### **ARTICLE V**

The duration of this corporation shall be perpetual.

#### **ARTICLE VI**

The manner in which individuals are designated as full members of the corporation, with voting rights shall be full membership in the Congregation. Such membership may be revoked by a vote of the Board of Directors.

#### **ARTICLE VII**

The voting members of the corporation shall have the power to adopt, amend, or repeal Bylaws of the corporation, except as such power may be expressly limited by Bylaws adopted by the members.

#### **ARTICLE VIII**

Election of the Directors need not be by written ballot unless the Bylaws of the corporation shall so provide.

#### **ARTICLE IX**

A director of the corporation shall not be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, except for liability for any breach of the director's duty of loyalty to the corporation or its members, for any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which the director derived an improper personal benefit.

Any repeal or modification of the foregoing provisions of this Article VIII shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or modification.



#### **ARTICLE X**

This corporation shall be under the direction of a Board of Directors. Directors shall be elected annually by such vote of the members as may be required by applicable law, voting in person or by proxy, and shall serve until their successors have been elected and qualified. Cumulative voting shall not be permitted. Except as otherwise fixed pursuant to the provisions of Article V hereof relating to the rights of the members to elect additional directors, the number of directors shall be determined as stated by resolution adopted at an annual meeting of the members or any special meeting of members or directors called for that purpose. The number of Directors shall not be fewer than three (3).

#### **ARTICLE XI**

This corporation, by resolution adopted by a majority vote of those entitled to vote attending an annual meeting or a special meeting called for such purpose, reserves the right to amend, alter, change, or repeal any provision contained in these articles in the manner now or hereafter prescribed by law, and all rights conferred on members herein granted subject to this reservation. No amendment, addition, alteration, change or repeal of these articles shall be made unless first approved by the board of directors pursuant to a resolution adopted the affirmative vote of a majority of the Directors then in office and thereafter approved by a majority of the members entitled to vote.

#### **ARTICLE XII**

The names and addresses of the Incorporators signing these Articles are:

Name	Address
<u>Damian Lastovich</u>	<u>12178 77<sup>th</sup> Street, Largo, FL 33773</u>
<u>Timothy Binns</u>	<u>819 Fairwaycove Ln., No. 206, Bradenton, FL</u>
<u>James M. White, Jr.</u>	<u>7911 Whitehaven Ct., Jacksonville, FL</u>

\*\*\*\*\*

The President, Vice President, Secretary, Treasurer, and Board Member At-Large of Freedom Alliance of Florida, Inc. be and they hereby are authorized and directed to prepare and file this First Amendment to Articles of Incorporation in accordance with the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned have executed this Certificate this 30th day of May, 2022.

/s/ Sarah Merritt

Sarah Merritt

President

/s/ Jonathon Addington

Jonathon Addington

Vice President

/s/ James M. White, Jr.

James M. White, Jr.

Treasurer

/s/ Timothy Binns

Timothy Binns

Secretary

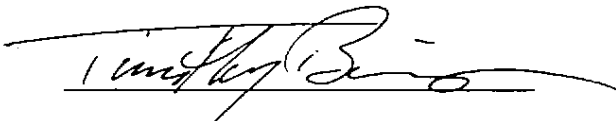
/s/ Bethany Tate

Bethany Tate

Board Member At-Large

## CERTIFICATE OF SECRETARY

The Secretary of the Corporation hereby certifies that he/she is the duly elected and qualified Secretary of Freedom Alliance of Florida, Inc. and certifies that the above is a true and correct record of the resolution that was duly adopted by the Directors of the Corporation on 30th day of May, 2022.

  
Timothy Binns

Secretary