

N22000004 116

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

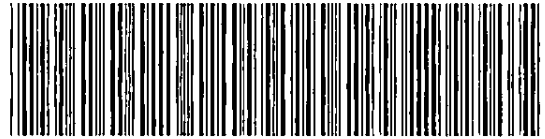
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800434689508

*Amended &
Restated Articles*

2024 OCT 18 AM 8:41

FILED

2024 OCT 18 PM 4:02

RECEIVED

CLERK OF COURT
IN ORANGE COUNTY
TALLAHASSEE, FLORIDA

A. RAMSEY
OCT 25 2024

\$02250, 00524, 00611, 00671



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext: x62969

To: Department Of State, Division Of Corporations
From: Amanda Miller
Ext: x62969
Date: 10/18/24
Order #: 1657125-1
Re: 50 WAYS FOUNDATION INC.
Processing Method: Routine

A handwritten signature in black ink, appearing to read "Amanda Miller", is written over the signature line.

TO WHOM IT MAY CONCERN:

Enclosed please find:

Amount to be deducted from our State Account: \$35.00 - FL State Account Number:
I20000000195

Please take the following action:

File in your office on basis
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RESUBMIT
Please give original
submission date as file date.

October 22, 2024

CORPORATION SERVICE COMPANY

TALLAHASSEE, FL 32301

SUBJECT: 50 WAYS FOUNDATION INC.
Ref. Number: N22000004116

We have received your document for 50 WAYS FOUNDATION INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Please give the date of adoption by the directors.

new
The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
OPS

Letter Number: 024A00023287

RECEIVED
2024 OCT 24 AM 11:22
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
50 WAYS FOUNDATION INC.**

FILED
2024 OCT 18 AM 8:41

CLERK OF STATE
TALLAHASSEE, FLORIDA

(Pursuant to Florida Not For Profit Corporation Act)

50 Ways Foundation Inc., a corporation organized and existing under and by virtue of the provisions of the Florida Not For Profit Corporation Act (the "Act"), does hereby certify:

1. That the name of this corporation is 50 Ways Foundation Inc., and that this corporation was originally incorporated pursuant to the Act on April 12, 2022 under the name 50 Ways Foundation Inc.

2. That there are no members. These Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors on October 16, 2024.

3. That pursuant to the provisions of sections 617.1006 and 617.1007, Florida Statutes, this Florida Not For Profit Corporation adopts the following Amended and Restated Articles of Incorporation, which supersede the original articles of incorporation and all amendments to them:

ARTICLE I

The name of the corporation is 50 Ways Foundation Inc. (the "**Corporation**").

ARTICLE II

The street and mailing address of the principal office of the Corporation is 1131 Campus Drive West, Morganville, N.J. 07751.

ARTICLE III

The Corporation is organized and shall be operated exclusively for exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as it may be amended ("Code"). In furtherance of these purposes, the Corporation may engage in any lawful act for which corporations may be organized under the Florida Not For Profit Corporation Act.

No part of the net earnings of the Corporation shall be distributed to or inure to the benefit of its members, directors, officers, or other private persons, except that the Corporation may pay reasonable compensation for services rendered to or for the Corporation and make payments and distributions in furtherance of the purposes of the Corporation.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation in a manner or to an extent that would disqualify the Corporation for tax exemption under section 501(c)(3) of the Code. The Corporation shall not participate or intervene in (including the publication or distribution of

statements concerning) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of this certificate of incorporation, the Corporation shall not carry on any activity that is not permitted to be carried on by (i) an organization described in section 501(c)(3) of the Code or (ii) an organization the contributions to which are deductible under sections 170(c)(2), 2055(a)(2) or 2522(a)(2) of the Code.

ARTICLE IV

Directors shall be elected by the Board of Directors in the manner provided in the bylaws.

ARTICLE V

The name and Florida street address of the registered agent is Corporation Service Company, 1201 Hays Street Tallahassee, FL 32301.

ARTICLE VI

The Corporation is organized as a not-for-profit corporation and shall not have any capital stock.

ARTICLE VII


Upon dissolution, after payment of all valid debts of the Corporation and necessary expenses thereof, or provision for same, all the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or to U.S. federal, state or local governments for a public purpose.

ARTICLE VIII

Notwithstanding any other provision of this certificate of incorporation, at any time during which the Corporation is a private foundation within the meaning of Section 509(a) of the Code, the Corporation shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Code; shall not retain any excess business holdings as defined in section 4943(c) of the Code; shall not make any investments in a manner as to incur tax liability under section 4944 of the Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Code.

[Signature page follows]

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed on behalf of the corporation by a duly authorized officer of this corporation on 10/16/2024.

By:  _____
Name: Bryce Council
Title: President

Acceptance of Registered Agent

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

Corporation Service Company

1201 Hays Street
Tallahassee, FL 32301

Shauna Godbolt

Name: _____