

N22000010729

(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:

J. HORNE
AUG - 4 2023

5/11

Office Use Only



900398079549

11/29/22--01023--021 --42.75

FILED
23 MAY 11 AM 1:12
CLERK OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 29, 2023

GLORIA H LAING
3581 INVERRARY DRIVE
SUITE 409
FORT LAUDERDALE, FL 33319 US

SUBJECT: GOODWORKS GLOBAL INC
Ref. Number: N22000010729

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

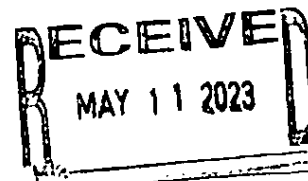
The date of adoption of each amendment must be included in the document.

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.

Jasmine N Horne
Regulatory Specialist II

Letter Number: 523A00007241



COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GOODWORKS GLOBAL INC

DOCUMENT NUMBER: N22000010729

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

Please return all correspondence concerning this matter to the following:

GLORIA H LAING

(Name of Contact Person)

GOODWORKS GLOBAL INC

(Firm/ Company)

3581 INVERRARY DRIVE, SUITE 409

(Address)

FORT LAUDERDALE, FL 33319

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

GLORIA H LAING

(Name of Contact Person)

at

954

(Area Code)

709 - 2436

(Daytime Telephone Number)

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

- | | | | |
|--|--|---|--|
| <input 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
Of
GOODWORKS GLOBAL, INC.

The undersigned persons, acting as incorporators of a not-for Profit Corporation organized under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this not-for-profit corporation is **Goodworks Global, Inc.**

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the not-for-profit corporation's initial principal office is:
3581 Inverrary Drive, Suite 409,
Fort Lauderdale FL 33319.

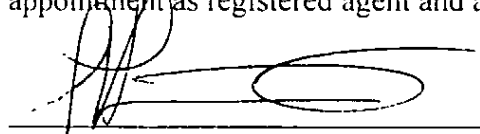
The not-for-profit corporation may maintain offices and/or transact business at other locations, either within or without the state of Florida.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the not-for-profit corporation's initial registered office and the name of its initial registered agent at such address is:

3581 Inverrary Drive, Suite 409
Fort Lauderdale, FL 33319
Broward County

Having been named as registered agent to accept service of process for the above stated not-for-profit Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Gloria H. Laing

4-11-23
Date

FILED
23 MAY 11 AM 1:16
CLERK OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED ARTICLES OF INCORPORATION
Of
GOODWORKS GLOBAL, INC.

ARTICLE IV
EXEMPT PURPOSE

The exempt purpose of the not-for-profit corporation is charitable, educational, literary and preventing cruelty to children and will conduct activities that promote:

- Relief of the poor, the distress or the underprivileged.
- Lessening the burdens of government.
- Lessening neighborhood tensions.
- Eliminate prejudice and discrimination.
- Eliminate certain medical conditions.
- Defending civil rights secured by law.
- Combating community deterioration and juvenile delinquency.
- Engage in all lawful business for which corporations may be incorporated under the laws of the state of Florida.

ARTICLE V
DURATION

The duration of the not-for-profit corporation shall be perpetual.

ARTICLE VI
OPERATING PROVISIONS

The provisions for the operation, regulations, and management of the business and initial affairs of the not-for-profit corporation shall be as set forth in the bylaws, which may be amended from time to time by a majority vote of a quorum of the board of Directors.

ARTICLE VII
FISCAL YEAR

The fiscal year of the not-for-profit corporation shall be from January 01 of each year to December 31 of each year.

ARTICLE VIII
DIRECTORS

AMENDED AND RESTATED ARTICLES OF INCORPORATION
Of
GOODWORKS GLOBAL, INC.

The name and residence address of the person constituting the initial board of directors is:

Gloria H. Laing
President / Treasurer
3581 Inverrary Drive, Suite 409
Fort Lauderdale, Florida 33319

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the members and as set forth in the by laws of the not-for-profit corporation from time to time and at each annual meeting at which directors are to be elected.

ARTICLE IX
LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this not-for-profit corporation shall be personally liable to the not-for-profit corporation or its members for monetary damages for breach of any duty owed to the not-for-profit corporation, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding because of his or her position as a director or officer of this not-for-profit corporation shall be indemnified and held harmless by the not-for-profit corporation fully permitted by law.

ARTICLE X
OTHER PROVISIONS

Operated – Said organization 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 or corresponding section of any future federal tax code.

Because a substantial portion of this organization activities must further its exempt purpose, certain other activities are prohibited or restricted including but not limited to the following activities. This not-for-profit corporation:

- Must absolutely refrain from participating in the political campaigns of candidates for local, state, or federal office.
- Must restrict its lobbying activities to an insubstantial part of its total activities.
- Must ensure that its earnings do not inure to the benefit of any private shareholder or individual.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
Of
GOODWORKS GLOBAL, INC.**

- Must not operate for the benefit of private interests such as those of the founders, the founder's family, its shareholders, or persons controlled by such interest.
- Must not operate for the primary purpose of conducting a trade or business that is not related to its exempt purpose.
- May not purpose or activities that are illegal or violate fundamental public policy

Director or Officer Interest - In the absence of fraud, no transaction between (a) this not-for-profit corporation and (b) any other association, corporation or any director or officer of this not-for-profit corporation individually, shall be affected by the fact that any director or officer of this not-for-profit corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Distribution of assets upon dissolution – Upon dissolution of this not-for-profit corporation, the remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal Government or to a State or Local Government, for a public purpose. Any such assets not disposed of, shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purpose.

Conflict of Interest - In connection with any actual or possible conflict of interest, provisions as set forth in the bylaws the not-for-profit corporation will preside. An interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.


Members Entitled to vote - No member or members are entitled to vote on a proposed amendment.

Date of Adoption by board of Directors: April 11, 2023.

Certification

We, the undersigned, certify that we have read the above Articles of Incorporation and that they are true and correct to the best of our knowledge.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
Of
GOODWORKS GLOBAL, INC.




Gloria H. Laing
President/Treasurer

State of Florida,
County of Dade,

Before me, the undersigned authority, on this day personally appeared Gloria H. Laing. This individual presented Florida ID No. L520-288-43-8330 or is known to me to be the persons described in, and whose names is subscribed to the foregoing document and who on oath stated to me that they executed the same for the purposes and consideration therein expressed.

Subscribed and sworn to (or affirmed) before me this 4th day of April, 2023.



Notary Public in and for the state of Florida

My Commission Expires:

