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(Business Entity Name)

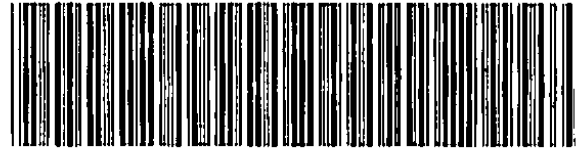
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2022 NOV -3 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Help Free Iran, Inc.

DOCUMENT NUMBER: N22000011363

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

Please return all correspondence concerning this matter to the following:

Mark H. Zietlow

(Name of Contact Person)

Innovative Law Group

(Firm/ Company)

388 Garden Ave., Ste. 140

(Address)

Holland, MI 49424

(City/ State and Zip Code)

mark@innovative.lawyer

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

For further information concerning this matter, please call:

Mark H. Zietlow

616

392-4100

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:

- | | | | |
|---|--|---|--|
| <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

Articles of Amendment
to
Articles of Incorporation
of

2022 NOV -3 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FL

Help Free Iran, Inc.

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

N22000011363

(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)

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:

(City)

_____, Florida

(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

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. The 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 Cha 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	<u>T</u>	<u>Tony Zimoon</u>	<u>555 Brvant St #537</u> <u>Palo Alto, CA 94301 US</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add	<u>T</u>	<u>Sean Loloee</u>	<u>1209 Nogales st.</u> <u>Sacramento, CA 95848 US</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>S</u>	<u>Naeirika Neev</u>	<u>8272 Sienna Loop</u> <u>Roseville, CA 94301 US</u>
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add	<u>S</u>	<u>Maleah Torney</u>	<u>9532 Heinlein way</u> <u>Sacramento, CA 95829 US</u>
<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)

(Please see attached pages)

(Please see attached pages)

The date of each amendment(s) adoption: 10/05/2022, 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.

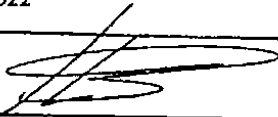
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 10/31/2022

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)

Christopher Behnam

(Typed or printed name of person signing)

Incorporator

Founder / President

(Title of person signing)

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or comparable subsequent legislation.

(a) In furtherance of these purposes, the purpose of the Corporation is to:

- (i) promote awareness in order to create a free, secular, democratic Iran where everyone can live freely and prosper regardless of their beliefs and religions;
- (ii) educate the public about the events occurring in Iran, such as oppression; and
- (iii) engage in programs and activities related thereto.

(b) In furtherance of and subject to these purposes, the Corporation may also:

(i) finance the activities of the Corporation through contributions from the general public, charitable gifts, grants, and fundraising activities;

(ii) acquire, purchase, own, loan and borrow, erect, maintain, hold, use, control, manage, invest, exchange, convey, transfer, sell, mortgage, lease, and rent all real and personal property of every kind and nature; and

(iii) accept, receive and hold, in trust or otherwise, contributions, legacies, grants, donations, gifts, bequests, devises, payments, and benefactions which may be left, made, or given to the Corporation.

(c) No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any other corporate assets on dissolution of the Corporation.

(d) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, nor intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code, as amended, and its regulations as they may now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

(f) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to such other nonprofit organizations recognized as tax exempt under Section 501(c)(3) of the Internal Revenue Code, as amended, as the Board of Directors shall determine.

(g) Subject to the foregoing purposes and the restrictions set forth in these Articles of Incorporation, the Corporation shall have and may exercise all the rights and powers of a nonprofit corporation under Florida statutes and law.

(h) Notwithstanding any provision of these Articles of Incorporation or Florida law to the contrary, if at any time the Corporation is a private foundation within the meaning of Code section 509, it is prohibited from engaging in any act of self-dealing (as defined in Code section 4941(d)), from retaining any excess business holdings (as defined in Code section 4943(c)) which would subject the Corporation to tax under Code section 4943, from making or retaining any investments which would subject the Corporation to tax for jeopardizing investments under Code section 4944, and from making any taxable expenditures (as defined in Code section 4945(d)), and the Corporation shall make distributions of income and principal at such time and in such manner as not to subject the Corporation to tax under Code section 4942.