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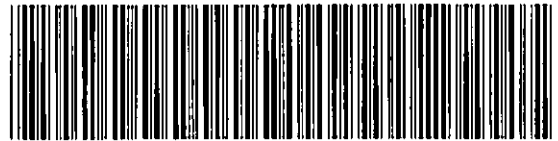
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2023 JUN 14 PM 1:36

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: LACE Corp.

DOCUMENT NUMBER: N22000011905

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

Please return all correspondence concerning this matter to the following:

Jadon Mercurio

(Name of Contact Person)

LACE Corps.

(Firm/ Company)

19 Jackson Ave.

(Address)

Lehigh Acres, FL 33936

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Jadon Mercurio

239

888 6965

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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

LACE Corp.

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

N22000011905

(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:

New Registered Office Address:

(Florida street 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

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CORPORATION DIVISION

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 type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input 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	<u>D</u>	<u>Cara Rossi</u>	<u>1024 CAVANAUGH AVENUE</u>
<input type="checkbox"/> Add			<u>LEHIGH ACRES, FL 33971</u>
<input checked="" type="checkbox"/> Remove			
2) <input checked="" type="checkbox"/> Change	<u>S</u>	<u>Tiffany Mercurio</u>	<u>19 JACKSON AVENUE</u>
<input type="checkbox"/> Add			<u>LEHIGH ACRES, FL 33936</u>
<input type="checkbox"/> Remove			
3) <input checked="" type="checkbox"/> Change	<u>D</u>	<u>Gail Phelps</u>	<u>1612 LOUIS AVENUE</u>
<input type="checkbox"/> Add			<u>LEHIGH ACRES, FL 33972</u>
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>P</u>	<u>Jacob Clark</u>	<u>729 Troy Avenue</u>
<input checked="" type="checkbox"/> Add			<u>Lehigh Acres, FL 33974</u>
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>D</u>	<u>Tiffany Baker</u>	<u>3708 24th Street SW,</u>
<input type="checkbox"/> Add			<u>Lehigh Acres, FL 33976</u>
<input checked="" type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

The date of each amendment(s) adoption: _____, 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 3/1/2023

Signature Jadon M
(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)

Jadon Mercurio
(Typed or printed name of person signing)

Executive Director
(Title of person signing)

Employer ID #: 92-0821158

The Articles of Amendment to Articles of Incorporation

For

LACE Corp.

We, the undersigned, being the Incorporator (s) of LACE Corp. a Florida not for profit corporation, hereby file the following Articles of Incorporation that comply with the requirements of Florida Statutes Chapter 617 (Florida Not for Profit Corporation Act):

ARTICLE I- NAME

The name of the corporation is

LACE Corp. a Florida non-profit corporation (hereinafter the "Corporation")

ARTICLE II- REGISTERED OFFICE AND AGENT AND PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The registered office of the Corporation shall be located at 19 Jackson Ave, Lehigh Acres, FL 33936, and the initial registered agent of the Corporation at that address shall be Jadon Mercurio.

The principal place of business and the mailing address of the corporation shall be
19 Jackson Ave, Lehigh Acres, FL 33936

The Corporation/Organization may have other such offices, as the Board of Directors may determine or deem necessary, or as the affairs of the Corporation/Organization may find a need for from time to time.

ARTICLE III-PURPOSES AND POWERS

The general nature of the objects, purposes, powers, and limitations of the Corporation shall be as follows:

LACE is a home away from home for at-risk youth that provides a safe and welcoming environment, that give students and young adults opportunities for physical, educational, and emotional enrichment

At LACE, young adults and at-risk youth have a sense of belonging, where they are being empowered to become their own person, learn how to develop meaningful relationships through socially interactive events, tutoring, athletic programs.

- a) The organization is organized exclusively for charitable, religious, educational and or scientific purposes under section 501© (3) of the Internal Revenue Code.
- b) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set no part of the net earnings of the organization shall inure to the benefit of or, or be distributable to its members, trustees, officers, or forth in the purpose of clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 © (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Employer ID #: 92-0821158

The Articles of Amendment to Articles of Incorporation

For

LACE Corp.

- c) Upon the dissolution of the organization, 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 tax code, or shall be distributed to the federal government, for a public purpose.
- d) Shall maintain a racially nondiscriminatory policy towards individuals who have age-out of foster care; the home shall admit the individuals of any race to all the rights and privileges, programs, and activities generally accorded or made available to such individuals and will not discriminate on the basis of race in administering its educational policies, cultural programs, performing arts programs, admissions policies, scholarship and loan programs, and other school administered programs.
- e) Provide comfortable, fun, safe atmosphere sense of community for Southwest Florida's at-risk youths including young adults who have no outlets for activities or events when not attending school.
- f) Empower at-risk youths including young adults by providing academic tutoring, training, and workshops to improve physical and mental wellness, and positive events to develop social skills through social interaction.
- g) Provide enrichment programs to at risk youth and young adults with the tools and resources they need in their journey to become confident, independent, and successful citizens.
- h) Provides a series of mentoring programs that pair the youth with a trained mentors who will assist him or her in developing the habits and perspective that will lead to success and confidence in the future.
- i) Provide professional resources that will enhance preparation for employment
- j) Formulate, develop, and implement fundraising strategies to operate in a manner for such non-profit, charitable and / Youth center services and purposes as will qualify the Corporation as a charitable organization exempt from federal income tax under internal Revenue Code Section 501(c)(3)
- k) To accept a substantial part of its support (exclusive of income received in the exercise or performance by such organization of its charitable, social services or other public/ private sources.
- l) To generally perform any function necessary to engage in any lawful purpose of purposes not for pecuniary profit.
- m) No part of the earnings of the corporation shall be distributable to its members, officers, or other private person. The corporation may be authorized to or empowered to reasonable compensation for services rendered or products purchased and to make payments in furtherance of the purposes set forth.
- n) The corporation shall not engage in any carrying on of propaganda or attempt to influence legislation or intervene in any political campaign on behalf of any candidate for office.
- o) The corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the internal revenue code
- p) The corporation will distribute its income for each tax year at such time in such manner as not to become subject to the tax on undistributed income imposed by the section 4942 of the Internal Revenue Code.
- q) The corporation will not engage in any act of self-dealing as defined by 4941 (d) of the internal revenue code without providing for fair, adequate, and reasonable compensation.
- r) The corporation will not retain any excess business holdings as defined by the section 4943 Internal Revenue Code
- s) The corporation will not make any investments in such a manner as to subject it to tax under the section 4944 of the Internal Revenue Code.
- t) The corporation will not make any taxable expenditure as defined by the section 4945(d) of the Internal Revenue Code.

Employer ID #: 92-0821158

The Articles of Amendment to Articles of Incorporation

For

LACE Corp.

THE CORPORATION SHALL HAVE THE POWER TO:

- a) Have succession by its corporate name for the period set forth in its articles of incorporation.
- b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person
- c) Adopt and use a common corporate seal and alter the same provided: however, that such seal contains the words "not for Profit Corporation"
- d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation if so, voted by the directors of the corporation.
- e) Adopt change amend and repeal by laws, not consistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
- f) Make contracts and incur liabilities, borrow money as such rates of interest as the Corporation may determine, issue notes, bonds and other obligations by mortgage and pledge of all or any of its property, franchises, or income.
- g) Conduct its affairs, carry on its operations, and have offices and exercises of the powers granted herein in any state, territory, district or possession of the United States or any foreign country
- h) Purchase, take, review, lease, take by gift, devise, or bequest, or otherwise acquire, own hold improves, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated
- i) Acquire, enjoy, utilize, and dispose of patents copyrights and trademarks and any licenses and other rights or interest there under or therein
- j) Sell, convey, mortgage pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets
- k) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interest in, or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof
- l) Lend money for its corporate purposes, invest, and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.
- m) Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Corporation is organized.
- n) The above stated powers shall in no way be a limitation of those corporate powers set forth in Florida Statutes 617.0302 (Florida Not for Profit Corporation Act) which powers are included herein by reference.

ARTICLE IV-MEMBERS

The Corporation's requisites for membership shall be as provided by the bylaws.

ARTICLE V-EXISTENCE

The existence of the Corporation shall be perpetual.

Employer ID #: 92-0821158

The Articles of Amendment to Articles of Incorporation

For

LACE Corp.

ARTICLE VI-DIRECTORS

The Board of Directors, which initially shall consist of (6), shall manage the affairs of the Corporation.
The following five (5) members, until the first election thereof:

NAME	ADDRESS
Jacob Clark-President	729 Troy Avenue Lehigh Acres, FL 33974
Jadon Mercurio – Executive Director	19 Jackson Ave. Lehigh Acres, FL 33936
Miguel Gonzalez – Treasurer	302 Eighth Ave. Lehigh Acres, FL 33936
Gail Phelps – Director	1612 Louis Ave. Lehigh Acres, FL 33972
Tiffany Mercurio – Director	19 Jackson Ave. Lehigh Acres, FL 33936

The number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three (3). The manner of election shall be as provided by the bylaws.