

N22000012457

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(City/State/Zip/Phone #)

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(Business Entity Name)

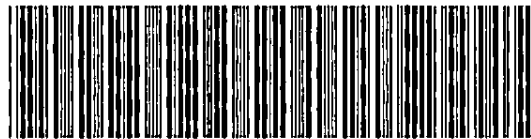
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CLERK OF SUPERIOR COURT
JANUARY 11, 2022

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NPO WEB DEVELOPMENT INC.

DOCUMENT NUMBER: N22000012457

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

Please return all correspondence concerning this matter to the following:

Matthew Pinheiro

(Name of Contact Person)

NPO WEB DEVELOPMENT INC.

(Firm/ Company)

6258 WHIRLAWAY ROAD

(Address)

GRANITEVILLE, SC 29829

(City/ State and Zip Code)

NPOwebdev@gmail.com

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

For further information concerning this matter, please call:

Matthew Pinheiro

540

940-7282

(Name of Contact Person)

at

(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 type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" 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

APPROVED
AND
FILED

NPO WEB DEVELOPMENT INC.

2022 NOV 28 AM 8:11

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

N22000012457

FLORIDA DEPT. OF STATE
CORPORATION DIVISION

(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)

6851 FALCONSGATE AVE

DAVIE, FL 33331

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

6851 FALCONSGATE AVE

DAVIE, FL 33331

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

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 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 <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
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	_____	_____	_____ _____ _____

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

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

Adding additional articles that comply with 501(c)(3) Internal Revenue Code. See attachment.

Lined area for text entry.

The date of each amendment(s) adoption: November 15th, 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 November 21, 2022

Signature Matthew A. Pinheiro

(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)

Matthew A Pinheiro

(Typed or printed name of person signing)

Board Chair

(Title of person signing)

NPO WEB DEVELOPMENT INC

A Florida Non-profit Corporation

AMENDED ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be NPO WEB DEVELOPMENT INC.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

NPO WEB DEVELOPMENT INC is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. NPO WEB DEVELOPMENT INC provides personalized guidance to non-profits and small businesses alike, to educate and help them attract, captivate, and grow an audience online by using web/marketing tools, web hosting, and analytics.

3.02 Non-Profit

NPO WEB DEVELOPMENT INC is designated as a non-profit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.0 Non-profit Nature

NPO WEB DEVELOPMENT INC is organized exclusively for charitable and educational 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. No part of the net earnings of NPO WEB DEVELOPMENT INC shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

NPO WEB DEVELOPMENT INC is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.01 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of NPO WEB DEVELOPMENT INC of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.02 Dissolution

Upon termination or dissolution of the NPO WEB DEVELOPMENT INC, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the NPO WEB DEVELOPMENT INC hereunder shall be selected by the discretion of a majority of the managing body of the NPO WEB DEVELOPMENT INC and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the NPO WEB DEVELOPMENT INC by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

BYLAWS

The manner in which directors are elected or appointed is:
AS PROVIDED FOR IN THE BYLAWS.

ARTICLE VI **BOARD OF DIRECTORS**

6.01 Governance

NPO WEB DEVELOPMENT INC shall be governed by its board of directors.

6.02 Directors

The directors of the corporation are:

Title: BOARD CHAIR
MATTHEW A. PINHEIRO
6258 WHIRLAWAY ROAD
GRANITEVILLE, SC 29829

TITLE: BOARD TREASURER
ALEC C. LALANI
3480 NW 85TH CT APT 512
DORAL, FL 33122

TITLE: BOARD SECRETARY
HARRISON JOHNY
1550 BURNETT ST UNIT 3122
HOUSTON, TX 77009

ARTICLE VII **MEMBERSHIP**

7.01 Membership

NPO WEB DEVELOPMENT INC shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VIII
AMENDMENTS

8.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE IX
ADDRESSES OF THE CORPORATION

9.01 Corporate Address

The name and address of the corporation is:

NPO WEB DEVELOPMENT INC.
6851 FALCONSGATE AVE
DAVIE, FL 33331

The mailing address of the corporation is:

NPO WEB DEVELOPMENT INC.
6851 FALCONSGATE AVE
DAVIE, FL 33331

ARTICLE X
APPOINTMENT OF REGISTERED AGENT

10.01 Registered Agent

The registered agent of the corporation shall be:

CHASE LALANI
17 NW MIAMI CT
MIAMI, FL 33128

I certify that I am familiar with and accept the responsibilities of registered agent.
Registered Agent Signature: CHASE LALANI

ARTICLE XI
INCORPORATOR

The incorporators of the corporation are as follow:

ALEC LALANI
3480 NW 85TH CT APT 512
DORAL, FL 33122

CERTIFICATE OF ADOPTION OF AMENDED ARTICLES OF
INCORPORATION

We, the undersigned, do hereby certify that the above stated Amended Articles of Incorporation of NPO WEB DEVELOPMENT INC were approved by the board of directors on November 15, 2022 and constitute a complete copy of Amended Articles of Incorporation of the NPO WEB DEVELOPMENT INC.



MATTHEW PINHERIO, BOARD CHAIR
6258 WHIRLAWAY ROAD
GRANITEVILLE, SC 29829

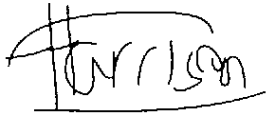


ALEC LALANI, BOARD TREASURER
3480 NW 85TH CT APT 512
DORAL, FL 33122

NPO WEB DEVELOPMENT INC.

Amended Articles of Incorporation

EIN 92-0931451

A handwritten signature in black ink, appearing to read "Harrison", is written over a horizontal line.

HARRISON JOHNY, BOARD SECRETARY
1550 BURNETT ST UNIT 3122
HOUSTON, TX 77009