

N23000000964

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

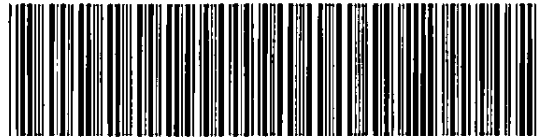
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer.

Office Use Only



400408986664

Amended &
Restated
Articles

06/02/23--01031--002 **52.50

ALLAHASSEE, FL 32009

2023 JUN -2 PM 2:03

RECEIVED

CLERK OF SUPERIOR COURT
ALLAHASSEE, FL 32009

2023 JUN 6 AM 8:19

FILED

A. RAMSEY
JUN 07 2023

*02250, 00524, 00671

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

ABOVE AND BEYOND PREGNANCY

CENTER INC

Signature _____

Requested by: SETH

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ ✓ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ ✓ Cert. Copy _____
____ Photo Copy _____
____ ✓ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ABOVE AND BEYOND PREGNANCY CENTER INC

DOCUMENT NUMBER: N23000000964

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

Please return all correspondence concerning this matter to the following:

TERESA J SAWYER

(Name of Contact Person)

ABOVE AND BEYOND PREGNANCY CENTER INC

(Firm/ Company)

3113 PINENUT DR.

(Address)

APOPKA, FL 32712

(City/ State and Zip Code)

abpregnancycenterapopka@gmail.com

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

For further information concerning this matter, please call:

TERESA J SAWYER

(Name of Contact Person)

at

904-248-9478
(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 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 5, 2023

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL 32301

SUBJECT: ABOVE AND BEYOND PREGNANCY CENTER INC
Ref. Number: N23000000964

RECEIVED
2023 JUN -6 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for ABOVE AND BEYOND PREGNANCY CENTER INC and the authorization to debit your account in the amount of \$52.50. However, the document has not been filed and is being returned for the following:

The original incorporators can not be changed. Please list only Teresa J. Sawyer under Article VII.

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: 423A00012720

RECEIVED
2023 JUN -6 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AMENDED AND RESTATED 2023 JUN 6 AM 8:19
ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
1211 APAC SEEL FLO 0117

ABOVE AND BEYOND PREGNANCY CENTER, INC.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not-for-profit corporation pursuant to the laws of the State of Florida, do hereby state these Amended and Restated Articles of Incorporation of ABOVE AND BEYOND PREGNANCY CENTER, INC., in their entirety, and adopt the following Amended and Restated Articles of Incorporation, and agree and certify as follows:

ARTICLE I
NAME OF THE CORPORATION

The name of this Corporation shall be:

ABOVE AND BEYOND PREGNANCY CENTER, INC.

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall have commenced its corporate existence with the filing of the Articles of Incorporation with the Secretary of State for the State of Florida, Division of Corporations on January 23, 2023, and was issued by the Secretary of State Document Number N23000000964 and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III
PURPOSES AND GENERAL POWERS

(1) The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, to include:

- (a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced, provided, however, such seal shall always contain the words "corporation not for profit".
- (b) To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any

interest therein, wherever situated.

- (c) To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (d) To 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.
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interests 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.
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest, as its President may determine to transact any lawful business which its President shall find will be in aid of governmental policy, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (g) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.
- (h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Corporation Act or by other applicable law within or without the State of Florida.
- (i) To appoint officers and agents and define their duties and allow them reasonable compensation.
- (j) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for the administration- and regulation of its affairs.
- (k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, education purposes or other similar purposes.
- (l) To dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.
- (m) To transact any lawful business which its President shall find will be in aid of governmental policy.
- (n) To have and exercise all powers necessary or convenient, to affect its general purpose.

(2) The Corporation is organized exclusively for charitable, religious, scientific, educational, and literary 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Advisors, officers or other private persons, except that the Corporation shall be authorized

to its Advisors, 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 this Article. 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, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV MEMBERSHIP

The members of this not for profit corporation shall be qualified and admitted as set forth in the Bylaws of this Corporation.

ARTICLE V REGISTERED OFFICE AND AGENT

The registered office of this Corporation shall be located at 3113 Pinenut Drive, Apopka, Florida 32712, and the registered agent of the Corporation at that address shall be Teresa J. Sawyer. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI BOARD OF ADVISORS

This Corporation shall have as many advisors as may be willing to serve from time to time who shall also be the officers of the corporation. The number of advisors may be either increased or diminished from time to time as provided in the Bylaws. The names and street addresses of the Advisors of this Corporation are:

Teresa J. Sawyer of 3113 Pincnut Drive, Apopka, Florida 32712

Christine A. Alexander of 2668 Spring Glen Lane, Apopka, Florida 32712

Monique Dindial of 1581 Pine Court, Apopka, Florida 32703

Jacqueline Maisonave of 448 Lake Bridge Lane, Apopka, Florida 32703

The manner in which Advisors are appointed is as stated in the By-Laws. Advisors may be removed with cause by the President.

ARTICLE VII INCORPORATORS

The names and street addresses of the persons signing these Articles as Incorporators are:

Teresa J. Sawyer of 3113 Pinenut Drive, Apopka, Florida 32712

ARTICLE VIII BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested by the President, Teresa J. Sawyer.

ARTICLE IX INDEMNIFICATION

In addition to any rights and duties, under applicable law, the Corporation shall indemnify and hold harmless all its advisors, officers, employees and agents, and former advisors, officers, employees and agents from and against all liabilities and obligations including attorneys' fees incurred in connection with any actions taken or failed to be taken by said advisors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by the President, Teresa J. Sawyer and any right conferred upon the Advisors is subject to this reservation.

ARTICLE XI
DISSOLUTION

Upon the dissolution of the Corporation, the President shall after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the President shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or county in which the principal office of the Corporation 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 purposes.

ARTICLE XII
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, "and the interpretation of the various Articles shall not be influenced by any of said heading or captions.

IN WITNESS WHEREOF, the undersigned, being the Advisors of the Corporation, for the purpose of forming a not for profit corporation, pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto - set their hands and seals this 7th day of ~~April~~ MAY, 2023.

By: Teresa J. Sawyer
Teresa J. Sawyer, President and Director

By: Christine A. Alexander
Christine A. Alexander, Vice President and Director

By: Monique Dindial
Monique Dindial, Treasurer and Director

By: Jacqueline Maisonave
Jacqueline Maisonave, Secretary and Director

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Amended and Restated Articles of Incorporation were acknowledged before by ☒ physical presence or ☐ remote notarization on the 7 day of May 2023 by Teresa J Sawyer, Cristine A Alexander, Monique Dindial and Jacqueline Maisonave who ☒ are personally known to me or ☐ have produced _____ as identification.

By: Lori K Taylor
Name: Lori K Taylor
Notary Public at Large, State of Florida
Commission Number: HH 191277
Expiration Date: 2-24-2026



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED


In compliance with Section 48.091, Florida Statutes, the following is submitted:

ABOVE AND BEYOND PREGNANCY CENTER, INC., desiring to organize as a not-for-profit corporation pursuant to the laws of the State of Florida with its registered office at 3113 Pinenut Drive, Apopka, Florida 32712 and its principal place of business at 3113 Pinenut Drive, Apopka, Florida 32712 as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

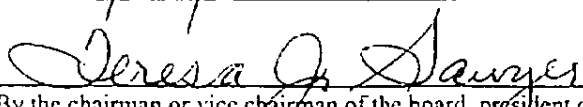
Having been named to accept service of process for the above-named not for profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

DATED this 7 day of ~~April~~ ^{MAY} 2023.

By 
Teresa J. Sawyer, Registered Agent

☒ 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 5/30/23

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)

TERESA J SAWYER

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)