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2023 MAY 19 PM 11  
TALLAHASSEE



**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Rainbow Sidekick Inc.

**DOCUMENT NUMBER:** N23000005880

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

Please return all correspondence concerning this matter to the following:

Gregory King

(Name of Contact Person)

Rainbow Sidekick

(Firm/ Company)

511 NE 21st Ct. #418

(Address)

Wilton Manors, FL 33305

(City/ State and Zip Code)

vrodgreg@gmail.com

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

For further information concerning this matter, please call:

Gregory King

443

796-5225

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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

**RAINBOW SIDEKICK, INC.**

A Florida Non-profit Corporation

**AMENDED ARTICLES OF  
INCORPORATION**

2023 MAY 19

SECRET  
TALLAHASSEE

**ARTICLE I  
NAME**

**1.01 Name**

The name of this corporation shall be RAINBOW SIDEKICK, INC. The business of the corporation may be conducted as RAINBOW SIDEKICK, INC.

**ARTICLE II  
DURATION**

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III  
PURPOSE**

**3.01 Purpose**

RAINBOW SIDEKICK, INC. is a non-profit corporation and shall operate exclusively for religious, 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. **RAINBOW SIDEKICK, INC.'s primary purpose shall be fundraising to support other 501(c)3 LGBT and HIV related organization and causes, primarily in the South Florida region.**

**3.02 Non-Profit**

RAINBOW SIDEKICK, INC. is designated as a non-profit corporation.

**ARTICLE IV  
NON-PROFIT NATURE**

**4.01 Non-profit Nature**

RAINBOW SIDEKICK, 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 RAINBOW SIDEKICK, 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.

RAINBOW SIDEKICK, 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.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of RAINBOW SIDEKICK, 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.

#### **4.03 Dissolution**

Upon termination or dissolution of the RAINBOW SIDEKICK, 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 RAINBOW SIDEKICK, INC. hereunder shall be selected by the discretion of a majority of the managing body of the RAINBOW SIDEKICK, 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 RAINBOW SIDEKICK, 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 [YOUR STATE].

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 [YOUR STATE] to be added to the general fund.

#### **4.04 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.

#### **4.05 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.

#### **4.06 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** **BOARD OF DIRECTORS**

#### **5.01 Governance**

RAINBOW SIDEKICK, INC. shall be governed by its board of directors.

#### **5.02 Initial Directors**

The directors of the corporation shall be

CHARLES R. KING

GREGORY A KING  
FIORENZO RANZENIGO  
PIETRO ANTONIO BALGIO

## **ARTICLE VI** **MEMBERSHIP**

### **6.01 Membership**

RAINBOW SIDEKICK, 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 VII** **AMENDMENTS**

### **7.01 Amendments**

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

## **ARTICLE VIII** **ADDRESSES OF THE CORPORATION**

### **8.01 Corporate Address**

The address of the corporation is:

Rainbow Sidekick, Inc.  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305

The mailing address of the corporation is:

Rainbow Sidekick, Inc.  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305

## **ARTICLE IX** **APPOINTMENT OF REGISTERED AGENT**

### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Gregory King,  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305

**ARTICLE X**  
**INCORPORATOR**

The incorporators of the corporation are as follow:

Gregory A King, 511 NE 21<sup>st</sup> Ct., #418, Wilton Manors, FL 33305  
Charles R King, 2232 Wilton Park Drive, Wilton Manors, FL 33305  
Fiorenzo Ranzenigo, 3600 NE 24<sup>th</sup> Ave., Fort Lauderdale, FL 33308  
Pietro Antonio Baglio, 3600 NE 24<sup>th</sup> Ave., Fort Lauderdale, FL 33308

**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of RAINBOW SIDEKICK, INC. were approved by the board of directors on 05/13/2023 and constitute a complete copy of Articles of Incorporation of the RAINBOW SIDEKICK, INC.

\_\_\_\_\_  
Gregory A King  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305

Date \_\_\_\_\_

\_\_\_\_\_  
Charles R King  
2232 Wilton Park Drive  
Wilton Manors, FL 33305

Date \_\_\_\_\_

\_\_\_\_\_  
Fiorenzo Ranzenigo  
3600 NE 24<sup>th</sup> Ave.  
Fort Lauderdale, FL 33308

Date \_\_\_\_\_

\_\_\_\_\_  
Pietro Antonio Baglio  
3600 NE 24<sup>th</sup> Ave.  
Fort Lauderdale, FL 33308

Date \_\_\_\_\_

Gregory King,  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305

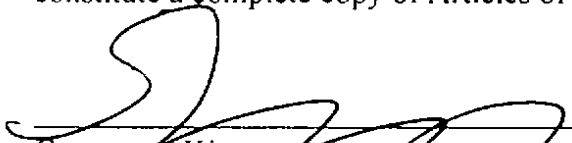
**ARTICLE X**  
**INCORPORATOR**

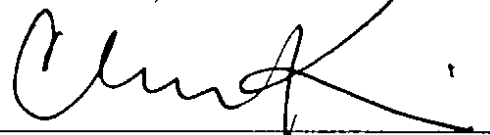
The incorporators of the corporation are as follow:

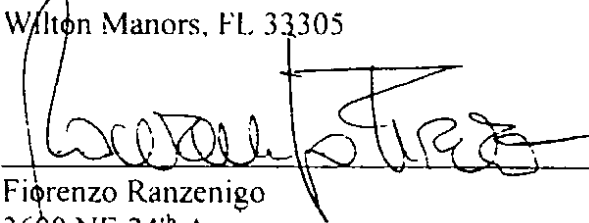
Gregory A King, 511 NE 21<sup>st</sup> Ct., #418, Wilton Manors, FL 33305  
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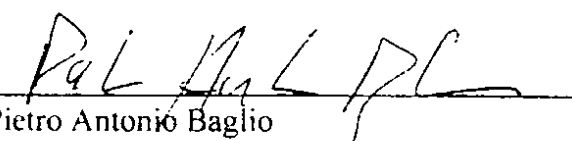
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\_\_\_\_\_  
Gregory A King  
511 NE 21<sup>st</sup> Ct., #418  
Wilton Manors, FL 33305  
Date 5/12/2023

  
\_\_\_\_\_  
Charles R King  
2232 Wilton Park Drive  
Wilton Manors, FL 33305  
Date 5-12-23

  
\_\_\_\_\_  
Fiorenzo Ranzenigo  
3600 NE 24<sup>th</sup> Ave.  
Fort Lauderdale, FL 33308  
Date 05/12/2023

  
\_\_\_\_\_  
Pietro Antonio Baglio  
3600 NE 24<sup>th</sup> Ave.  
Fort Lauderdale, FL 33308  
Date 5/12/2023