

N24000001661

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

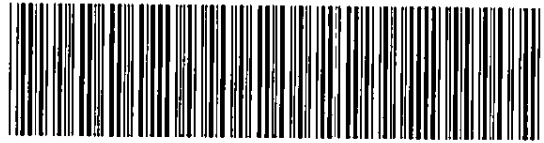
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800431202708

*Amended & Restated  
Articles*

FILED  
2024 JUL 16 PM 12:08  
TALLAHASSEE, FLORIDA

RECEIVED  
2024 JUL 16 PM 3:22  
TALLAHASSEE, FLORIDA

JUL 17 2024

A RAMSEY

FLORIDA CAPITAL COURIER SERVICES, INC  
2330 CLARE DRIVE  
TALLAHASSEE, FL 32309  
(850) 524-5437  
(850) 524-6243

PLEASE USE FUNDS FROM THIS ACCOUNT: I20210000160: \$43.75

AUTHORIZATION SIGNATURE: \_\_\_\_\_

David Strong for Families Foundation Inc.

BUSINESS ( Name)

Document #

\_\_\_ Walk in

\_\_\_ Pick up time \_\_\_\_\_

\_\_\_ Mail out

\_\_\_ Will wait

\_\_\_ Photocopy

\_\_\_ Certified copies of

**\_\_X\_\_** Certificate of Status

**NEW FILINGS**

\_\_\_ Profit

\_\_\_ Not for Profit

\_\_\_ Limited Liability

\_\_\_ Domestication

**X. INC**

\_\_\_ LLP

**INC**

**OTHER FILINGS**

\_\_\_ Annual Report

\_\_\_ Fictitious Name

\_\_\_ APOSTIL ( ) \_\_\_\_\_

Country

**AMMENDMENTS**

\_\_\_ Amendment

\_\_\_ Resignation of R.A. Officer/Director

\_\_\_ Change of Registered Agent

\_\_\_ Dissolution/Withdrawal

\_\_\_ Merger

\_\_\_ Conversion

**REGISTRATION/QUALIFICATIONS**

\_\_\_ Foreign Filing

\_\_\_ Limited Partnership

\_\_\_ Reinstatement

\_\_\_ Trademark

\_\_\_ Other

EXAMINER'S INITIALS: \_\_\_\_\_

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** David Strong for Families Foundation, Inc.

**DOCUMENT NUMBER:** N24000001661

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

Please return all correspondence concerning this matter to the following:

Charlotte Cassel, Esq.

Name of Contact Person

FC Law

Firm/ Company

2526 Lincoln Avenue

Address

Miami, FL 33133

City/ State and Zip Code

charlotte@fc-lawfl.com

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

For further information concerning this matter, please call:

Charlotte Cassel

at ( 305 )

542-2077

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:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$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

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
DAVID STRONG FOR FAMILIES FOUNDATION, INC.  
(A Florida Not-for-Profit Corporation)**

**FILED**  
**2024 JUL 16 PM 12 08**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

David Strong for Families Foundation, Inc. was originally incorporated on February 6, 2024, pursuant to Chapter 617, Florida Statutes.

In accordance with Sections 617.1002, 617.1006 and 617.1007, Florida Statutes, and pursuant to a resolution duly adopted by its Board of Directors on July 8<sup>th</sup>, 2024, David Strong for Families Foundation, Inc. hereby adopts these amended and restated articles of incorporation (specifically, amending Articles 3, 4, 7, 8, 9, 10, 11, and 12). The corporation's Board of Directors by unanimous vote of the members thereof approved the amendments in the manner set forth in the original Articles of Incorporation, the Bylaws and Florida law. There is no discrepancy between the articles of incorporation as amended and the provisions of the restated articles of incorporation other than the inclusion of the amended articles described above and the omission of matters of historical interest. There are no members entitled to vote on the adoption of these Amended and Restated Articles of Incorporation. All amendments to the Articles of Incorporation are contained in these Amended and Restated Articles of Incorporation.

**ARTICLE 1  
NAME**

The name of the corporation is David Strong for Families, Inc. (the "Corporation").

**ARTICLE 2  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation shall be  
942 SW 176th Avenue  
Pembroke Pines, FL 33029

**ARTICLE 3  
PURPOSE; POWERS**

- A. The Corporation is organized and operated exclusively for charitable purposes, to include, for such purposes, providing support and resources to families who have a child battling a life threatening or significant disease or conditions, or otherwise undergoing medical treatment, as permitted by section 501(c)(3) of the Internal Revenue Code (the "Code"), as amended, as well as any other legally permitted charitable purposes, as permitted by section 501(c)(3) of the Code, as amended, or corresponding section of any future federal tax code, and Regulations issued pursuant thereto.

- B. The Corporation shall possess and exercise all the powers and privileges granted by Chapter 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or appropriate to conduct, promote or attain the purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.
- C. The Corporation and its Board of Directors shall transact business of the Corporation only in the following manner:
  - 1. No portion of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or any other private person, with the exceptions 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 herein.
  - 2. The Corporation shall at all times operate as a not-for-profit corporation according to the laws of the State of Florida, and at no time shall issue any shares or pay any dividends to its members, if any.
  - 3. No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
  - 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and applicable Treasury Regulations as they now exist or as they may hereafter be amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and applicable Treasury Regulations as they now exist or as may hereafter be amended, or (iii) by a not-for-profit corporation under the laws of the State of Florida as they now exist or may be hereafter amended.

#### **ARTICLE 4** **MEMBERSHIP**

The Corporation shall have no members.

#### **ARTICLE 5** **INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Corporation is:

Douglas Ede  
80 SW 8<sup>th</sup> Street, Suite 300  
Miami, FL 33130

**ARTICLE 6**  
**INCORPORATOR**

The name and address of the incorporator is:

Orlando Estevez  
942 SW 176th Avenue  
Pembroke Pines, FL 33029

**ARTICLE 7**  
**BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors and the manner of their election or appointment shall be as stated in the Bylaws.

The initial members of the Board of Directors are:

Orlando Estevez  
Title: President  
942 SW 176th Avenue  
Pembroke Pines, FL 33029

Ivonne Estevez  
Title: Vice-President and Secretary  
942 SW 176th Avenue  
Pembroke Pines, FL 33029

Dillon Feierstadt  
Title: Treasurer  
7525 NW 61st Terrace  
Unit 2501  
Parkland, FL 33026

Ryan W. Lipella  
Title: Director  
11227 NW 68th Place  
Parkland, FL 33076

**ARTICLE 8**  
**DISSOLUTION**

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liability of the Corporation, shall be distributed to an organization or organizations organized and operated exclusively for charitable uses and purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or

corresponding provisions of any future tax code), as the Board of Directors may determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE 9** **AMENDMENTS TO THE ARTICLES OF INCORPORATION**

Amendments to the Articles of Incorporation shall be enacted in accordance with the terms of the Corporation's Bylaws.

## **ARTICLE 10** **AMENDMENTS TO THE BYLAWS**

The Bylaws of the Corporation may be made, altered, or rescinded by the Board of Directors as provided in the Bylaws.

## **ARTICLE 11** **INDEMNIFICATION**

Every director and officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorneys' fees and appellate attorneys' fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having served the Corporation at its request, whether or not he or she is a director or officer or is serving at the time the expenses or liabilities were incurred; provided, that in the event of a settlement before entry of a judgment, and also when the person concerned is adjudicated guilty of gross negligence or willful misconduct, indemnification shall apply only when the Board of Directors approved the settlement and/or reimbursement as being in the interest of the Corporation. The foregoing right of indemnification shall be in addition to and not in lieu of any and all other rights to which the person may be entitled.

## **ARTICLE 12** **EFFECTIVE DATE**

The effective date for the Corporation is February 6, 2024.

The effective date for these Amended and Restated Articles of Incorporation is the date these Amended and Restated Articles of Incorporation are filed with the Florida Department of State.

IN WITNESS WHEREOF, I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

DocuSigned by:  
Orlando Estevez  
71DAEAAAF9208400...  
Orlando Estevez, President and Director

ACCEPTANCE BY REGISTERED AGENT

I agree to act as registered agent and to accept service of process for the corporation named above at the place designated in these Articles. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of registered agent duties. I am familiar with and accept the obligations of the registered agent position.

DocuSigned by:  
Douglas Ede  
242C0A843E9B449...  
By: Douglas Ede, Registered Agent

Dated: July <sup>8th</sup> \_\_, 2024



ACTION BY WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
DAVID STRONG FOR FAMILIES FOUNDATION, INC.

The undersigned, being all of the Directors (the "Board") of the David Strong for Families Foundation, Inc., a Florida not for profit corporation (the "Foundation"), hereby adopt the following resolution, which resolution is to have the same force and effect as if passed by a vote of the Board of Directors at a duly called and convened meeting thereof:

Whereas, the President prepared and submitted for Board approval the Foundation's Amended and Restated Articles of Incorporation, Bylaws and Conflict of Interest policy, copies of which have been reviewed and approved by the Board; and

Whereas, the Board desires to approve the Foundation's Amended and Restated Articles of Incorporation, Bylaws and Conflict of Interest Policy, elect the members of the 2024 Board of the Foundation and to appoint officers to carry out the business of the Foundation, all in accordance with the Bylaws of the Foundation:

NOW THEREFORE, IT IS

RESOLVED, that the Board hereby approves and adopts the Foundation's Amended and Restated Articles of Incorporation, Bylaws and Conflict of Interest Policy as drafted;

FURTHER RESOLVED, that the Board hereby confirms the election of the following members to the Board of the Foundation effective as of this date and for the calendar year 2024, to serve until a new board is appointed: Orlando Estevez, Ivonne Estevez, Dillon Feierstadt, and Ryan W. Lipella;

FURTHER RESOLVED, that the Board hereby appoints the following officers of the Foundation: Orlando Estevez as President, Ivonne Estevez as Vice-President and Secretary, and Dillon Feierstadt as Treasurer;

FURTHER RESOLVED, that the President shall be and hereby is authorized, empowered and directed to enter into all such contracts and agreements and take all such actions as may be necessary, appropriate or desirable to implement, carry out and further the purposes, business, operations and services of the Foundation in accordance with the Foundation's Bylaws;

FINALLY RESOLVED, that the President of the Foundation and other officers and directors as directed by the President shall be and hereby are authorized, empowered and directed to take any and all other action necessary, appropriate or desirable to implement the foregoing resolutions, and the Board hereby ratifies the same; and


IN WITNESS WHEREOF, the following Directors, being all of the Directors of the Foundation do hereby execute this Action by Written Consent effective as of July 7<sup>th</sup>, 2024, for the purposes therein contained.

DocuSigned by:



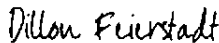
Orlando Estevez, Director

DocuSigned by:



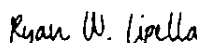
Ivonne Estevez, Director

DocuSigned by:



Dillon Feierstadt, Director

DocuSigned by:



Ryan W. Lipella, Director