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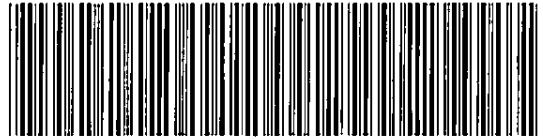
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COVER LETTER

Original

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Event Incubator Inc

DOCUMENT NUMBER: N24000007043

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

Please return all correspondence concerning this matter to the following:

Emanuel J. Caraballo-Santiago

(Name of Contact Person)

TealAcre

(Firm/ Company)

9200 NW 39th Ave. STE 130-3363

(Address)

Gainesville, FL 32606

(City/ State and Zip Code)

admin@tealacre.com

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

For further information concerning this matter, please call:

Emanuel J. Caraballo-Santiago

(352)

224-9811

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:

☐ \$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

Articles of Amendment
to
Articles of Incorporation
of

FILED
2024 DEC -3 PM 5:39 J

Event Incubator Inc

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

N24000007043

(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:

N/A 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**)

60 SW 2nd St

Gainesville, Florida 32601

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

PO Box 36

Hawthorne, Florida 32640

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:

N/A

(Florida street address)

New Registered Office 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.

N/A

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 checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PT</u>	<u>Tom Puketza</u>	
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Laila Fakhoury</u>	
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S</u>	<u>David Heringer</u>	
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	

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

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

Please see Attachment A

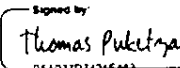
Effective date if applicable: _____
(no more than 90 days after amendment file date)

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 September 10, 2024

Signature  Thomas Puketza
Signed by: 06/10/2024 10:12:46 AM

(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)

Tom Puketza Thomas Puketza

(Typed or printed name of person signing)

President

(Title of person signing)

Attachment A

Amended Articles of Incorporation of Event Incubator Inc., A Non-Profit Corporation

We, the undersigned Directors, natural persons aged 18 years or older, hereby adopt these Amended Articles of Incorporation to amend the Articles of Incorporation of Event Incubator Inc., a nonprofit corporation under the Florida Not For Profit Corporation Act.

Article One Name

The name of the nonprofit corporation is Event Incubator Inc.

Article Two Registered Agent and Office

The name of the initial registered agent and registered office in the State of Florida are:

Northwest Registered Agent LLC
7901 4th Street N, STE 300
St. Petersburg, Florida 33702

Article Three Name and Address of the Incorporator

The name and residence of the Incorporator is:

Name:

Nat Smith

Address:

Northwest Registered Agent LLC
7901 4th St N STE 300
St. Petersburg, Florida 33702

Article Four Duration

The nonprofit corporation's duration is perpetual unless dissolved pursuant to law.

Article Five Purposes

The nonprofit corporation is organized and will be operated exclusively for general educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

Despite the general educational purposes of the profit corporation, the nonprofit corporation shall make grants, or otherwise accomplish its noncharitable purposes, as follows:

To provide resources that educate the public on supporting, creating, organizing, managing, executing, and the business of events industry

Article Six Dissolution

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the nonprofit corporation, distribute all nonprofit corporation assets to one or more organizations organized and operated exclusively for educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the nonprofit corporation is then located, will dispose of those assets exclusively for educational purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article Seven Restrictions

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make

payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements), any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);

- as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or

- as a nonprofit corporation organized under the laws of State of Florida.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

- engage in any act of self-dealing as defined under Internal Revenue Code Section 4941(d);

- retain any excess business holdings as defined under Internal Revenue Code Section 4943(c);

- make any investments in a manner that would subject it to tax under Internal Revenue Code Section 4944; or

- make any taxable expenditures as defined under Internal Revenue Code Section 4945(d).

Article Eight

Board of Directors

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is three. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The initial members of the Board of Directors are:

Tom Puketza
7901 4th Street, STE 300
St. Petersburg, Florida 33702

Laila Fakhoury
7901 4th Street, STE 300
St. Petersburg, Florida 33702

David Heringer
7901 4th Street, STE 300
St. Petersburg, Florida 33702

Article Nine By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

Article Ten Amendments

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

The specific purposes of the nonprofit corporation in Article Five of the Articles of Incorporation may be amended by unanimous vote of the directors.

Article Eleven Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws

of the State of Florida are to the laws of the State of Florida as now in force or later amended.

IN WITNESS WHEREOF, these Amended Articles of Incorporation are signed on September 10, 2024.

Signed by:

Thomas Puketza

BSA937D7421E463 ..

Tom Puketza
Director

Signed by:

Laila Fakhoury

379106018081420

Laila Fakhoury
Director

Signed by:

David Heringher

3B5733950884472

David Heringher
Director

COVER LETTER

Copy

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Event Incubator Inc

DOCUMENT NUMBER: N24000007043

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

Please return all correspondence concerning this matter to the following:

Emanuel J. Caraballo-Santiago

(Name of Contact Person)

TealAcre

(Firm/ Company)

9200 NW 39th Ave, STE 130-3363

(Address)

Gainesville, FL 32606

(City/ State and Zip Code)

admin@tealacre.com

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

For further information concerning this matter, please call:

Emanuel J. Caraballo-Santiago

(352)

224-9811

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:

☐ \$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

Articles of Amendment
to
Articles of Incorporation
of

Event Incubator Inc

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

N24000007043

(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:

N/A 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**) 60 SW 2nd St
Gainesville, Florida 32601

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**) PO Box 36
Hawthorne, Florida 32640

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:

N/A

(Florida street address)

New Registered Office 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.

N/A

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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) <u>x</u> Change ___ Add ___ Remove	<u>PT</u>	<u>Tom Puketza</u>	_____ _____ _____
2) <u>x</u> Change ___ Add ___ Remove	<u>V</u>	<u>Laila Fakhoury</u>	_____ _____ _____
3) <u>x</u> Change ___ Add ___ Remove	<u>S</u>	<u>David Heringer</u>	_____ _____ _____
4) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____
5) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____
6) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____

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

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

Please see Attachment A

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 September 10, 2024 _____

Signature _____
Signed by:
Thomas Puketza
(16A037D7424C463)

(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)

Tom Puketza

Thomas Puketza

(Typed or printed name of person signing)

President

(Title of person signing)

Attachment A

Amended Articles of Incorporation of Event Incubator Inc., A Non-Profit Corporation

We, the undersigned Directors, natural persons aged 18 years or older, hereby adopt these Amended Articles of Incorporation to amend the Articles of Incorporation of Event Incubator Inc., a nonprofit corporation under the Florida Not For Profit Corporation Act.

Article One Name

The name of the nonprofit corporation is Event Incubator Inc.

Article Two Registered Agent and Office

The name of the initial registered agent and registered office in the State of Florida are:

Northwest Registered Agent LLC
7901 4th Street N, STE 300
St. Petersburg, Florida 33702

Article Three Name and Address of the Incorporator

The name and residence of the Incorporator is:

Name:

Nat Smith

Address:

Northwest Registered Agent LLC
7901 4th St N STE 300
St. Petersburg, Florida 33702

Article Four Duration

The nonprofit corporation's duration is perpetual unless dissolved pursuant to law.

Article Five Purposes

The nonprofit corporation is organized and will be operated exclusively for general educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

Despite the general educational purposes of the profit corporation, the nonprofit corporation shall make grants, or otherwise accomplish its noncharitable purposes, as follows:

To provide resources that educate the public on supporting, creating, organizing, managing, executing, and the business of events industry

Article Six Dissolution

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the nonprofit corporation, distribute all nonprofit corporation assets to one or more organizations organized and operated exclusively for educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the nonprofit corporation is then located, will dispose of those assets exclusively for educational purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article Seven Restrictions

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make

payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements), any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);

- as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or

- as a nonprofit corporation organized under the laws of State of Florida.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

- engage in any act of self-dealing as defined under Internal Revenue Code Section 4941(d);

- retain any excess business holdings as defined under Internal Revenue Code Section 4943(c);

- make any investments in a manner that would subject it to tax under Internal Revenue Code Section 4944; or

- make any taxable expenditures as defined under Internal Revenue Code Section 4945(d).

Article Eight

Board of Directors

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is three. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The initial members of the Board of Directors are:

Tom Puketza
7901 4th Street, STE 300
St. Petersburg, Florida 33702

Laila Fakhoury
7901 4th Street, STE 300
St. Petersburg, Florida 33702

David Heringer
7901 4th Street, STE 300
St. Petersburg, Florida 33702

Article Nine By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

Article Ten Amendments

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

The specific purposes of the nonprofit corporation in Article Five of the Articles of Incorporation may be amended by unanimous vote of the directors.

Article Eleven Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws

of the State of Florida are to the laws of the State of Florida as now in force or later amended.

IN WITNESS WHEREOF, these Amended Articles of Incorporation are signed on September 10, 2024.

Signed by:

Thomas Puketza

BSA937D7421E483

Tom Puketza
Director

Signed by:

Laila Fakhoury

379108018081420

Laila Fakhoury
Director

Signed by:

David Heringher

385733950884472

David Heringher
Director



**FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS**

Attached is a form for filing *Articles of Amendment* to amend the articles of incorporation of a *Florida Not for Profit Corporation* pursuant to section 617.1006, Florida Statutes. This is a basic amendment form and may not satisfy all statutory requirements for amending.

A corporation can amend or add as many articles as necessary in one amendment.

- The original incorporators cannot be amended.
- If amending the name of the corporation, the new name must be distinguishable on the records of the Florida Department of State. A preliminary search for name availability can be made through the Division's website at www.sunbiz.org. You are responsible for any name infringement that may result from your corporate name selection.
- If amending the registered agent, the new agent must sign accepting the appointment and state that he/she is familiar with the obligations of the position.
- If amending/adding officers/directors, list titles and addresses for each officer/director.

**If a section is not being amended, enter N/A or Not Applicable.
The document must be typed or printed and must be legible.**

The document must be typed or printed and must be legible.

Pursuant to section 617.0123, Florida Statutes, a delayed effective date may be specified but may not be later than the 90th day after the date on which the document is filed.

Filing Fee	\$35.00 (Includes a letter of acknowledgment)
Certified Copy (optional)	\$8.75
Certificate of Status (optional)	\$8.75

Send one check in the total amount made payable to the Florida Department of State.

Please include a letter containing your telephone number, return address and certification requirements, or complete the attached cover letter.

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

For further information, you may call the Amendment Section at (850) 245-6050