

N2400000 8969

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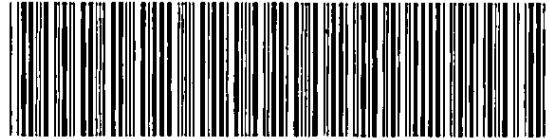
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2024 AUG 14 AM 9:04

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Fairy GayMothers Inc.

DOCUMENT NUMBER: N24000008969

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

Please return all correspondence concerning this matter to the following:

Serena Fackos

(Name of Contact Person)

Fairy GayMothers Inc.

(Firm/ Company)

1200 Fourth Street PMB #847

(Address)

Key West, FL 33040

(City/ State and Zip Code)

yourfairygaymothers@gmail.com

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

For further information concerning this matter, please call:

Serena Fackos

508

648-2959

(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

Fairy GayMothers Inc.

FILED
2024 AUG 14 AM 9:03

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

N24000008969

(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:

N/A

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

N/A

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

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.

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>PD</u>	<u>Claire Louise Brummell</u>	<u>1213 14th Street Lot 180</u> <u>Key West, Florida 33040</u>
2) <u>X</u> Change ___ Add ___ Remove	<u>VD</u>	<u>Jason W. Bertrand</u>	<u>12 10-4th Street PMB 599</u> <u>Key West, Florida 33040</u>
3) <u>X</u> Change ___ Add ___ Remove	<u>TD</u>	<u>Derith Hart</u>	<u>2330 Seidenberg Ave</u> <u>Key West, Florida 33040</u>
4) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____
5) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____
6) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____

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

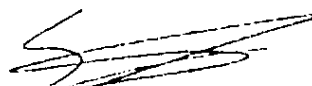
(attach additional sheets, if necessary). (Be specific)

Please See Attached

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

- ☒ 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 8-9-24

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)

Serena Fackos

(Typed or printed name of person signing)

Founding Director and Secretary

(Title of person signing)

**FAIRY GAYMOTHERS
ARTICLES OF INCORPORATION**

ARTICLE I: NAME

1.01 Official Name

The official name of this corporation shall be the "Fairy GayMothers Inc.", a corporation not for profit organized and existing under the laws of the State of Florida.

1.02 Assumed Names

The business of the corporation may also be conducted as "Fairy GayMothers", "The Fairy GayMothers", "TFG", the "Key West Fairy GayMothers", "KWFGM" or other names as determined by the board.

ARTICLE II: ADDRESS OF THE INCORPORATION

2.01 Principal Address

The principal address of the corporation is:

1200 Fourth Street
PMB #847
Key West, FL 33040

2.02 Mailing Address

The principal address of the corporation is:

1200 Fourth Street
PMB #847
Key West, FL 33040

ARTICLE III: PURPOSE

The Fairy GayMothers is organized exclusively for charitable and educational purposes, including for making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

ARTICLE IV: MANNER OF ELECTION

The Directors will be elected, maintained, and appointed in accordance with the corporation's Bylaws.

4.01 Initial Board of Directors

The initial Board of Directors shall consist of the two (2) Founding Directors and such other persons as may be chosen by them, all in a manner not inconsistent with these Articles of Agreement, the Internal Revenue Code and pursuant to s.617.0202, F.S, as amended.

ARTICLE V: REGISTERED AGENT

The name and address of the Registered Agent is:

Derith Hart
2330 Seidenberg Ave
Key West, FL 33040

ARTICLE VI: ARTICLES OF DISSOLUTION:

No person, firm or corporation shall ever receive any dividend or share in the income from undertaking of this corporation, and upon termination or dissolution, all assets remaining after payment of any remaining TFG liabilities and the cost and expenses of such dissolution shall be distributed to one (1) or more qualifying community based organizations, which, at least generally, includes a purpose similar to the termination or dissolving corporation, in Monroe County which are exempt organizations as described in sections 501(c) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law, or to the Federal, State or Local government for exclusive public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation

ARTICLE VII: NON-PROFIT NATURE:

TFG 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 TFG, on dissolution or otherwise, shall inure to the benefit of, or be distributable to any director, officer, or other private person 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 II hereof. TFG may contract in due course of its business with directors, and officers for services rendered to the extent permissible under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and consistent with terms stipulated in its Conflict of Interest Policy.

Notwithstanding any other provisions 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, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible

under 170 (c) (2) or the Internal Revenue Code, or corresponding section of any future federal tax code.

TFG 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 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.

7.01 Personal Liability

No directors or officers of this corporation shall be held personally liable for the debts or obligations of TFG, of any nature whatsoever, nor shall any of the property or assets of the members be subject to the payment of the debts or obligations of this corporation.

To the fullest extent now or hereafter permitted by law, no director or officer, shall be personally liable to TFG for any monetary damages for breach of their fiduciary duties, so long as they do not breach their duty of loyalty, act in bad faith, intentionally violate the law, or derive improper personal benefits from the activities of TFG.

7.02 Restricted Activities

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.

7.03 Prohibited Distributions

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 VIII: BOARD OF DIRECTORS

8.01 Governance

The Fairy GayMothers shall be governed by the Board of Directors. The Board of Directors shall consist of the two (2) Founding Directors, and no more than five (5) Elected Directors, as outlined in the Bylaws.

8.02 Founding Directors

- Claire L. Brummell
1213 14th Street
Lot 180

Key West, FL 33040
PD

- Serena C. Fackos
6418 2nd Street
2
Key West, FL 33040
SD

8.03 Initial Elected Directors

- Jason W. Betrand
12 104th Street
PMB 599
Key West, FL 33040
VD
- Derith Hart
2330 Seidenberg Ave
Key West, FL 33040
TD

ARTICLE IX: MEMBERSHIP

TFG shall have no members. The affairs of TFG shall be managed by the Board of Directors, as defined in the corporation's Bylaws.

ARTICLE X: AMENDMENTS

Any amendment to the Articles of Incorporation may be amended and adopted by a unanimous vote of the Board of Directors, provided however,

- no amendments may be made that would change the original intent or purpose of TFG, or
- that no such action shall be taken, or if taken, shall be a valid act of TFG, if that action would in any way adversely affect TFG qualification under Section 501(c)(3) of the Code.

ARTICLE XI: DURATION

The period of duration of the corporation is perpetual.

ARTICLE XII: EFFECTIVE DATE

The incorporation of TFG shall become effective on July 23rd, 2024.

ARTICLE XIII: INCORPORATOR

The name and address of the Incorporator is:

Serena Fackos
6418 2nd Street #2
Key West, FL 33040