

N 97 0000006252

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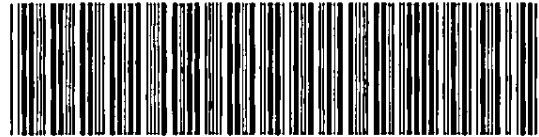
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Division of Corporations
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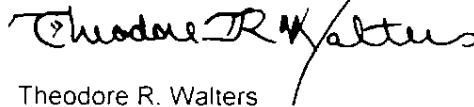
RE: Naples Equestrian Challenge, Inc.
Letter Number 521A00013218
Reference Number N97000006252

To Whom It May Concern:

Enclosed please find a set of revised Articles of Incorporation for the referenced entity, in response to the indicated letter.

Thank you for your attention to this matter.

Very truly yours,



Theodore R. Walters

TRW:mcf

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

2021 JUN 24 AM 11:49

June 14, 2021

MORRIS & ARTHUR LLP
ATTN:THEODORE R WALTERS
9132 STRADA PLACA SUITE 301
NAPLES, FL 34108

SUBJECT: NAPLES EQUESTRIAN CHALLENGE, INC.
Ref. Number: N97000006252

We have received your document for NAPLES EQUESTRIAN CHALLENGE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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.

Yasemin Y Sulker
Regulatory Specialist III

Letter Number: 521A00013218

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
NAPLES THERAPEUTIC RIDING CENTER, INC.

WHEREAS, Naples Special Equestrian, Riding Therapy, Inc. (the "Corporation") was originally incorporated pursuant to the Florida Not for Profit Corporation Act on or about November 5, 1997; and

WHEREAS, the Corporation changed its name to Naples Equestrian Challenge, Inc. on or about May 5, 1998; and

WHEREAS, the Board of Directors of the Corporation adopted resolutions proposing to amend and restate the Corporation's Articles of Incorporation, declaring the amendment and restatement to be advisable and in the best interests of the Corporation which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED, that the Articles of Incorporation of the Corporation be amended and restated in its entirety to read as follows:

ARTICLE I - Name

The name of the Corporation shall be Naples Therapeutic Riding Center, Inc.

ARTICLE II - Purpose

The Corporation acts to establish, maintain, and operate therapeutic horseback riding and other equine-related programs for individuals with special needs, subject to the consent of their medical advisors or other appropriate professional counsel. The Corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act or the Florida Not for Profit Corporation Act.

ARTICLE III - Powers

The Corporation shall have the following powers:

A. All of the powers and privileges granted to not for profit corporations by the laws of the State of Florida;

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, without limitation, the power, authority, and right to:

1. Make and establish reasonable rules and regulations governing identifying children and adult that may participate in the riding programs, the parameters of the riding programs, and the qualifications of volunteers or staff that effectuate the riding programs; and

2. Enforce the provisions of these Articles of Incorporation and the Corporation's Bylaws, and all rules and regulations governing the charitable foundation in operating the program, which may from time to time be established by the Board of Directors.

ARTICLE IV – Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE V – Governance

The affairs of the Corporation shall be managed by its Board of Directors. The Board shall have charge of all property of the Corporation, real, personal, and otherwise, and shall be entrusted with such responsibility as provided by the Corporation's Bylaws and applicable law. The Board of Directors shall make decisions in accordance with the provisions of the Corporation's Bylaws.

ARTICLE VI- Indemnification

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal, by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees and costs) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this provision shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE VII - Registered Agent

The registered agent of the Corporation is Acme Agent Florida LLC. The street address of the Corporation's registered office is 9132 Strada Place, 3rd Floor, Naples, Florida 34108. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent

ARTICLE VIII – Article Consolidation

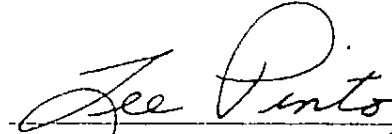
These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE IX – Adoption Information

These restated articles of incorporation were adopted by the Corporation's Board of Directors.

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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of November, 2020.


Printed Name: Lee PINTO

Title: President