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Amend

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LAW OFFICES
WILLIAM J. MCPHARLIN
A PROFESSIONAL ASSOCIATION

Via FedEx #8525 1151 5198

February 27, 2007

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

SUITE 122
BERKLEY SOUTH BUILDING
3015 NORTH OCEAN BOULEVARD
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 566-8893
FAX (954) 566-8869

RE: Center For Russian/American Behavioral Studies, Inc.

Ladies/Gentlemen:

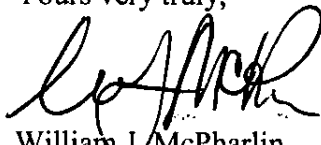
Enclosed are Articles Of Amendment To Articles Of Incorporation Of the above referenced corporation, in duplicate, together with a check payable to the Florida Department of State in the amount of \$52.50 for the following:

Filing Fee	\$35.00
Certified copy of Articles Of Amendment	\$ 8.75
Certificate of Status	<u>\$ 8.75</u>
Total	\$52.50

Please file the Articles Of Amendment. Please stamp the duplicate copy indicating the date of filing, and return it to me in the enclosed FedEx envelope. Please also return the certified copy and the Certificate of Status in the enclosed FedEx envelope.

If you have any questions concerning the above, please do not hesitate to contact me.

Yours very truly,



William J. McPharlin
WJM/mab

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CENTER FOR RUSSIAN-AMERICAN BEHAVIORAL STUDIES, INC.
DOCUMENT NUMBER N99000002562

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07 FEB 28 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.100, Florida Statutes, this Florida Not For Profit Corporation adopts the following Amendments to its Articles Of Incorporation:

1. Article II of the Articles Of Incorporation is amended in its entirety to provide as follows:

ARTICLE II. NATURE OF BUSINESS

That the purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

(a) This Corporation is organized exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or to the Secretary of Housing and Urban Development for the time being exclusively for a public purpose. In pursuance of the forgoing, the purposes of the Corporation include the following:

(1) The Corporation shall have the power to provide elderly persons and handicapped persons with housing facilities and services specially designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness, and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis;

(2) To further the exchange of educational information and expertise between Russian and American social workers, psychotherapist, drug and alcohol counselors, and other disciplines involved in the field of mental health.

(b) The Corporation is empowered:

(1) To buy, own, sell, assign, mortgage, or lease any interest in real estate and personal property and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purpose set forth in Article II hereof, but solely in connection with the project assisted under (Section 202 of the housing act of 1959, as amended, or Section 811 of the National Affordable Housing Act).

(2) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.

(3) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, and such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of its capital advances or project rental assistance under (Section 202 or Section 811). Such Regulatory Agreement and other instruments and undertaking shall remain binding upon the Corporation, its successors and assigns, so long as a mortgage on the Corporation's property is held by the secretary of housing and urban development.

(4) Upon the dissolution of the Corporation, all of the remaining assets of the Corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of Article II(a) hereof, other than for religious purposes, all of the foregoing within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or shall be distributed to the Secretary of Housing and Urban Development exclusively for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

2. Article V of the Articles Of Incorporation is amended in its entirety to provide as follows:

ARTICLE V. DIRECTORS

(a) All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This Corporation shall have seven (7) Board Members, who shall each serve for a term of one (1) year. All subsequent vacancies on the Board of Directors shall be filled by appointment by the Chairman of the Board with confirmation by a simple majority of the Board of Directors. The name and address of the members of the Board of Directors are:

David Optekar - Chairman of the Board
1655 NW 4th Place - Ste 4
Ft. Lauderdale, FL 33301

Dr. Donna Watson
2655 East Oakland Park Blvd
Ft. Lauderdale, FL 33306

Maureen O'Conner
4601 Poinciana Street #2
Lauderdale by the Sea, FL 33308

Natalia Zinovieva, Phd.
U1. Voskova, 22-10
St. Petersburg, Russia 197101

Valentina Shabalina, Phd.
Petersburgskoye Shosse, 13/1-230
St. Petersburg, Pushkin, 189620 Russia

Diane Cote
4715 Mainland Drive
Tamarac, Florida 33319

Dr. Barry Kaplowitz
21110 Biscayne Blvd, Suite 304
Aventura, Florida 33180

(b) The directors shall serve without compensation.

(c) The officers of the Corporation, as provided in the By-Laws of the Corporation, shall be elected by the directors of the Corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. The directors shall elect the regular officers of the Corporation at the annual meeting, for terms of one year. The secretary and treasurer may be one and the same person.

(d) The annual meeting shall be held on the first Tuesday (which is not a Saturday, Sunday or legal holiday) of each year.

3. Article VI of the Articles Of Incorporation is amended in its entirety to provide as follows:

ARTICLE VI. BENEFIT OF EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of 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. Notwithstanding any other provision of these articles, the Corporation

shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

4. The Articles Of Incorporation are amended to add the following provision:

ARTICLE IX. BY-LAWS

By-Laws of the Corporation may be adopted by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles or the Regulatory Agreement between the Corporation and the Secretary of Housing and Urban Development pursuant to Article II hereof.

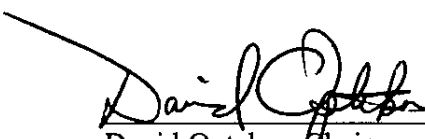
5. The Articles Of Incorporation are amended to add the following:

ARTICLE X. AMENDMENT

These Articles Of Incorporation may be amended as provided in Section 617.1002, Florida Statutes, except that no amendment shall be made without the prior written approval of the Secretary of Housing and Urban Development. Any provision of these Articles Of Incorporation, or any future amendment hereof, which is inconsistent with the Use Agreement will be resolved in favor of the Secretary of Housing and Urban Development.

6. The date of adoption of these Articles Of Amendment was February 22, 2007. There are no members or members entitled to vote on the Amendment. The Amendments were adopted by the Board of Directors.

These Articles Of Amendment are executed by the undersigned officer this 27th day of February, 2007



David Optekar, Chairman of the Board and President