

P23 000009439

(Requestor's Name)

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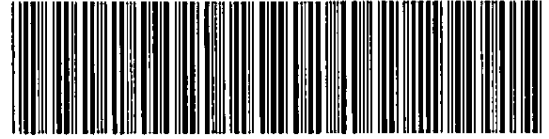
(Business Entity Name)

(Document Number)

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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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- XX CERTIFIED COPY \_\_\_\_\_
- PHOTOCOPY \_\_\_\_\_
- CUS \_\_\_\_\_
- XX FILING INC AMEND \_\_\_\_\_

1. THE INTERNET OF BEHAVIORS COMPANY INC  
(CORPORATE NAME AND DOCUMENT #)
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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TALLAHASSEE, FL

**SPECIAL  
INSTRUCTIONS:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**THE INTERNET OF BEHAVIORS COMPANY, INC.**

In accordance with Section 607.1003 of the Florida Business Corporation Act, the Articles of Incorporation of The Internet of Behaviors Company, Inc. (the "Corporation"), as amended to date, are hereby amended and restated in their entirety to read as follows:

**ARTICLE I. NAME**

The name of the corporation is The Internet of Behaviors Company, Inc.

**ARTICLE II. ADDRESS**

The street address of the corporation is 25081 Bernwood Drive, Bonita Springs, FL 34135. The mailing address of the corporation is 25081 Bernwood Drive, Bonita Springs, FL 34135.

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CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF  
SUNCOAST FLORIDA

**ARTICLE III. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and state of Florida.

**ARTICLE IV. CAPITAL STOCK**

A. Authorized Shares. The total number of shares that the Corporation shall have the authority to issue is one hundred thirty thousand (130,000), of which thirty thousand (30,000) are designated as Class A Common Stock and one hundred thousand (100,000) are designated as Class B Common Stock. The Class A Common Stock ranks pari passu with all of the rights and privileges of the Class B Common Stock, except that holders of the Class A Common Stock are entitled to ten (10) votes per share of Class A Common Stock issued and outstanding. The Class B Common Stock are identical to the Class A Common Stock in all material respects, except that holders of the Class B Common Stock will be entitled to one (1) vote per share of Class B Common Stock issued and outstanding.

B. Reclassification. Upon the filing of these Amended and Restated Articles of Incorporation (the date of such filing, the "Effective Date"), a reclassification (the "Reclassification") will occur, pursuant to which each share of the capital stock of the Corporation designated as "Common Stock" that is issued and outstanding as of immediately prior to the filing of these Amended and Restated Articles of Incorporation shall automatically, without further action on the part of the Corporation or any holder of such Common Stock (each, a "Reclassified Shareholder"), be reclassified and converted into one (1) share of Class B Common Stock. The Reclassification will be effected as follows:

a. Following the Effective Date, each holder of one or more certificates representing previously issued and outstanding shares of Common Stock (each, an "Old Certificate") will be entitled to receive, upon the surrender of all of such Reclassified Shareholder's Old Certificates or the (or, if such Reclassified Shareholder alleges that an Old Certificate has been lost, stolen, or destroyed, a lost stock certificate affidavit and agreement reasonably acceptable to the Corporation to indemnify the Corporation against any claim that may be made against the Corporation on account of the alleged loss, theft, or destruction of such Old Certificate) to the Corporation's transfer agent for cancellation, one new certificate (each, a "New Certificate") representing all of the shares of Common Stock into which such Reclassified Shareholder's shares of previously owned Common Stock were reclassified and converted as a result of the Reclassification.

b. From and after the Effective Date, Old Certificates shall confer no right upon the holders thereof other than the right to exchange Old Certificates for New Certificates pursuant to the provisions hereof.

c. In the event that the Corporation maintains a book-entry system in lieu of issuing physical stock certificates, the Reclassification shall be effected by the cancellation and issuance of New Certificates via such book-entry system.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The street address of the registered office of the corporation is 1415 Panther Lane, Suite 432, Naples, FL 34109, and the name of the corporation's registered agent at that address is Jeff Novatt, Esq.

**ARTICLE VI. BOARD OF DIRECTORS**

The corporation shall have one director. The manner in which the directors of the corporation are to be elected is contained in the Bylaws, but the number of directors of the corporation shall never be less than one. The name and street address of the director is:

<u>Name</u>	<u>Address</u>
Frans Bicker Caarten	25081 Bernwood Drive, Bonita Springs, FL 34135
Hannes Van Rensburg	25081 Bernwood Drive, Bonita Springs, FL 34135
Goltz Wessman	25081 Bernwood Drive, Bonita Springs, FL 34135
Markus Rinderer	25081 Bernwood Drive, Bonita Springs, FL 34135

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Eben Van Heerden	25081 Bernwood Drive, Bonita Springs, FL 34135
Frank Kilbourn	25081 Bernwood Drive, Bonita Springs, FL 34135
Dani Wallace	25081 Bernwood Drive, Bonita Springs, FL 34135

**ARTICLE VII. BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any provision of the Bylaws adopted by the shareholders if the shareholders specifically provide that the provision of the Bylaws is not subject to amendment or repeal by the Board of Directors.

**ARTICLE VIII. INDEMNIFICATION**

The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matter referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the bylaws, any agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such person.

**ARTICLE IX. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

*[Remainder of Page Left Blank – Signature Page Follows]*

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TALLAHASSEE, FL

**CERTIFICATE**

Pursuant to Section 617.1001, *et seq.*, Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of The Internet of Behaviors Company, Inc. (the "Corporation"), were approved and duly adopted by the Board of Directors and the shareholders with a sufficient number of votes on December 12, 2023. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

**IN WITNESS WHEREOF**, the undersigned, who is a duly authorized officer of the Corporation, executes this document on behalf of the Corporation on December 15, 2023.

**THE INTERNET OF BEHAVIORS COMPANY, INC.**,  
a Florida corporation

By: \_\_\_\_\_  
Name: Hannes Van Rensburg  
Title: Chief Executive Officer

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STATE OF FLORIDA  
TALLAHASSEE, FL

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(Address)

(Address)

(City/State/Zip/Phone #)

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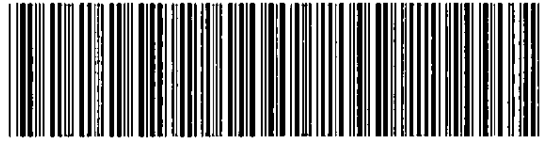
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SECRETARY OF STATE  
MAIL SERVICES DIVISION

**FLORIDA CAPITAL COURIER SERVICES, INC**  
2330 CLARE DR  
TALLAHASSEE, FL 32309  
(850) 524-5437 / (850) 524-6243 / (850) 491-9625

**Please use funds from this account: I20210000160: \$35.00**

**Authorization Signature:** *[Signature]*

**BUSINESS NAME** \_\_\_\_\_ **Document#** \_\_\_\_\_

**Truth, Faith, & Action Alliance Inc. N24000002876**

Certified Copy  
 Certificate of Status

**NEW FILINGS**

Profit Corp  
 Not for Profit  
 Limited Liability  
 Domestication  
 LLLP  
 CORP  
 Other

**AMENDMENTS**

**X** Amendment  
 Resignation of R.A. Officer/Director  
 Change of Registered Agent  
 Revocation of Dissolution  
 Merger  
 Articles of Conversion  
 Amended & Restated Articles of Incorporation  
 Statement of Authority

**APOSTILLE(s)** & **OTHER FILINGS**

Apostille  
 Country  
 Annual Report  
 Foreign Filing  
 Reinstatement  
 Qualification  
 Fictitious Name

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

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: TRUTH, FAITH & ACTION ALLIANCE INC.

DOCUMENT NUMBER: N24000002876

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

Please return all correspondence concerning this matter to the following:

**CAREY UGAS**

(Name of Contact Person)

**NCLL**

(Firm/ Company)

**13790 Roosevelt Blvd., Suite A**

(Address)

**Clearwater, FL 33762**

(City/ State and Zip Code)

**drkdkruse@hotmail.com**

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

For further information concerning this matter, please call:

**Carey Ugas**

(Name of Contact Person)

**at 727-605-0129**

(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

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 DEPARTMENT OF STATE  
 TALLAHASSEE, FL

Articles of Amendment  
to  
Articles of Incorporation  
of

TRUTH, FAITH & ACTION ALLIANCE INC.

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

N24000002876

(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:

*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)

C. Enter new mailing address, if applicable:

(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:

New Registered Office Address:

(Florida street 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

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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 type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add  <input type="checkbox"/> Remove	_____	_____	_____

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 STATE SECRETARY

E. If amending or adding additional Articles, enter change(s) here:  
 (attach additional sheets, if necessary). (Be specific)

See attached

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**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 3/19/24

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)

Kewan P. Krue  
(Typed or printed name of person signing)

Executive Organizer DR  
(Title of person signing)

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CLERK OF SUPERIOR COURT  
HILLSBORO, NJ

**ARTICLE III Purpose Clause shall be amended as follows:**

**Purpose:** The organization is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code, but are not limited to, establishing an alliance, a community of faith that will form and equip citizens to actions that will save our nation. Michah 6:8.

**ARTICLE VI Non-Inurement Clause shall be added as follows:**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 the purpose statement hereof. 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. Notwithstanding any other provision of these articles, the 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 VII Dissolution Clause shall be added as follows:**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government.

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