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PAID
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amend/Name
Ch. 8
10 8/21/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sydney's Angels for Autism, Inc.

DOCUMENT NUMBER: N04000009800

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

Please return all correspondence concerning this matter to the following:

Dr. Chrissie Budd, CFRE

(Name of Contact Person)

Beyond Visions Group, LLC

(Firm/ Company)

1161 SR 70 East, Suite 110-126

(Address)

Lakewood Ranch, Florida 34202

(City/ State and Zip Code)

beyondvisions@tampabay.rr.com

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

For further information concerning this matter, please call:

Dr. Chrissie Budd

(Name of Contact Person)

at **941**

567-6388

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2012

DR. CHRISSEE BUDD
BEYOND VISIONS GROUP, LLC
11161 70 SR EAST - SUITE 110-126
LAKEWOOD RANCH, FL 34202

SUBJECT: SYDNEY'S ANGELS FOR AUTISM, INC.
Ref. Number: N04000009800

We have received your document for SYDNEY'S ANGELS FOR AUTISM, 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 application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 512A00011445

Sydney's Angels for Autism, Inc.

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

NO4000009800

(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:

Sydney's Academy, Inc.

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**)

n/a

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

n/a

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:

Kathy Swenson

7381 150th Ct. N

(Florida street address)

New Registered Office Address:

W. Palm Beach

(City)

Florida 33418

(Zip Code)

New Registered Agent's Signature. If changing Registered Agent:

I hereby accept the appointment as registered agent

and accept the obligations of the position.

Kathy Swenson
Signature of New Registered Agent, if changing agent

12 AUG 20 PM 1:33
SECRETARY OF CORPORATION
DIVISION OF CORPORATION

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.

<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>

Page 2 of 4

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

Please see complete attached new Amended Articles.

Amended **ARTICLES OF INCORPORATION**
A non-profit Organization
For
Sydney's Academy, Inc.

ARTICLE I
NAME

The name and address of this corporation is: Sydney's Academy Inc., a Florida non-profit Corporation incorporated under Chapter 617 Florida Statutes.

ARTICLE II
ADDRESS AND REGISTERED AGENT

The name of the Corporation's Registered Agent is:
Kathy Swenson
7381 150th Ct. N.
W. Palm Beach, Florida 33418, United States

The principal office address and mailing address of the Corporation is:
4518 South Manhattan Avenue, Tampa, Florida, 33611, United States

ARTICLE III
PURPOSE

Sydney's Academy Inc. is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

Notwithstanding any of the statements of purpose and powers of this Corporation contained herein, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this Corporation.

ARTICLE IV
DURATION

The Corporation shall have perpetual duration.

ARTICLE V LIMITATIONS/RESTRICTIONS

The Corporation is organized and operated exclusively for the purposes set forth herein.

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation.

2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The Corporation shall not lend any of its assets to any Officer or Director of this Corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members) or guarantee to any person the payment of a loan by an officer or director of this Corporation.

5. The Corporation shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

6. The Corporation shall not make any taxable expenditure as defined in section 4945 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

7. The Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

8. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE VI
INITIAL DIRECTORS**

The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the Corporation.

Executive Officers

President

Kathy Swenson
7381 150th Ct. N.
W. Palm Beach, Florida 33418, United States

Vice-President/Secretary

Jennifer Rava
9 Dahlia Court North
Homosassa, Florida, 34446, United States

Treasurer

H. Joseph Middendorf
10746 Drummond Road
Tampa, Fl. 33615, United States

Directors

Dr. Chrissie Budd, CFRE
5240 97th Street East
Bradenton, Florida 34211

**ARTICLE VII
MEMBERS**

The Corporation shall not a membership distinct from the Board of Directors.

ARTICLE VIII BOARD OF DIRECTORS

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be nine; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of the Corporation as needed for the Corporation to expand its mission and vision.

The Directors named in these articles as the initial Board of Directors shall hold office until the first annual meeting of the Board of Directors which shall be held in September of each year at a specific site and time to be determined by the Board of Directors as listed in these Articles of Incorporation. The Executive Committee, being, President, Vice President, Secretary and Treasurer will hold these offices for a duration of one year. New elections will be held at each annual meeting according to the bylaws of the Corporation for nomination for the Executive offices. The Corporation may also have such other Officers and Agents as may be deemed necessary

and all such Officers and Agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the by-laws or determined by resolution of the Board of Directors not inconsistent with the by-laws.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of three years and following their election as Board Members/until the qualification of their successors for their respective Board seat has been verified and filled. Each Board Member may serve two sets of three year terms consecutively, if

they so choose (totally 6 years as a Board Member). After two years of not serving as a Board Member, a previous Board member may again be nominated to become a Board Member and would sit on the Board as stated in this Article, paragraph three (3).

ARTICLE IX MEETINGS OF THE BOARD OF DIRECTORS

Any action required or permitted to be taken by the Board of Directors under provisions of law may be taken without a meeting if all members of the Board individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and bylaws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such activity. Resignation and termination of Board Members shall follow the procedures as set forth in the by-laws.

ARTICLE X EMERGENCY MEETINGS

Emergency powers shall be granted to the Executive Board of Directors as follows:

In anticipation of or during any emergency such as, but not limited to:

- (a) The need to modify lines of succession to accommodate the incapacity of any director, officer, employee, or agent; and/or
- (b) Relocate the principal office or designate alternative principal offices or regional offices or authorize the officers to do so.

During such an emergency, unless others specified in emergency bylaws the notice of a meeting of the Board of Directors need be given only to those directors whom it is practicable to reach and may be given in any practicable manner, including by publication and radio.

As such, one or more officers of the Corporation present at a meeting of the Board of Directors may be deemed to be Directors for the meeting, in order of rank and within the same rank in order of seniority, as necessary to achieve a quorum and the director or directors in attendance at a meeting, or any greater number affixed by the emergency bylaws, constitute a quorum.

It is further understood that any corporate action taken in good faith during an emergency under this section to further the ordinary affairs of the corporation:

- (a) Binds the corporation; and
- (b) May not be used to impose liability on a corporate Director, Officer, Employee, or Agent.
- (c) An Officer, Director, or Employee acting in accordance with any emergency bylaws is only liable for willful misconduct.

An emergency exists for purposes of this section if a quorum of the corporation's Directors cannot readily be assembled because of some catastrophic event.

It is also stated that to the extent not inconsistent with any emergency bylaws so adopted, the bylaws of the corporation shall remain in effect during any emergency, and upon termination of the emergency, the

ARTICLE XI OFFICERS

The Board of Directors shall elect the President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this Corporation may authorize the directors to elect from time to time. No officer of the Corporation shall be under the age of 18 years of age.

ARTICLE XII QUORUM

A quorum of the Board of Directors shall consist of a majority of the number of Directors prescribed by the Bylaws. Directors younger than 18 years of age may not be counted toward a quorum.

ARTICLE XIII INCORPORATOR

The name and address of the original incorporator is:

Kathy Swenson
Original address:
6536 Stonington Drive
Tampa, Florida 33647

ARTICLE XIV BY-LAWS

Subject to the limitations contained in the by-laws and any limitations set forth in Florida Statutes chapter 617 concerning Corporation action that must be authorized or approved by the members of the Corporation, the bylaws of this Corporation may be made, altered, rescinded, added to, or new by-laws may be adopted either by resolution of other Board of Directors or by following the procedures set forth for such action in the by-laws.

ARTICLE XV DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Member, Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Members, Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

The property of this Corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any 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 purpose or purposes set forth in Article III herein.

ARTICLE XVI DISSOLUTION

Upon the time of dissolution of this Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XVII
AMENDMENTS**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon Stock holders, Directors and Officers are subject to this reserve power. Amendments may be adopted by a vote of a quorum of members of the Corporation.

**ARTICLE XVIII
EFFECTIVE DATE**

The effective date of this Corporation's restated Articles of Incorporation will be as approved by the State of Florida.

IN WITNESS WHEREOF, I, the undersigned, being the Registered Agent of this Corporation under the law of the State of Florida do make, subscribe and acknowledge this certificate and I have hereunto duly executed the foregoing restated Articles of Incorporation to be filed in the office of the Secretary of State of Florida, for the purposes therein set forth.

By: _____

Kathy Swenson

As stated in Article II of these Articles of Incorporation (restated) for Sydney's Academy Inc., I, Kathy Swenson accept the designation and all responsibilities of being the Registered Agent for Sydney's Academy Inc. and by my signature below, affirm under penalty of perjury the truth of the matters set forth above, this the 12 day of June, 2012.

Signature (Registered Agent) Kathy Swenson

Kathy Swenson

Kathy Swenson (Print Name)

The date of each amendment(s) adoption: 6/12/2012

Effective date if applicable: 6/12/2012
(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 6/12/2012

Signature Dr. Chrissie Budd
(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)

Dr. Chrissie Budd

(Typed or printed name of person signing)

Director

(Title of person signing)