

N 00000004126

Palmer King Board of Directors  
Education Foundation, Inc.  
ATTN: Gladys D. Alexander  
Director Chairman  
727 S.E. 11th Street  
Gainesville, FL 32641-7121  
November 16, 2000

Telephone: 352/376-7033

Thelma Lewis  
Corporate Specialist Supervisor  
Amendment Section  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

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-11/21/00--01088--010  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Letter Number 100A00058151

Dear Ms. Lewis:

This letter is to be in compliance with Florida Statutes 617.1006, on amendments for nonprofit corporations.

Enclosed is a check for \$52.50 to cover the cost of the filing fee and two certified copies of the amended Articles.

Two copies of the complete Articles are enclosed. On the first page of each, you will note that the first three paragraphs are labeled "A,B,&C". ONLY ARTICLE III Purposes of the Articles are being amended. IRS requested their specific language rather than as was stated in the June 22, 2000 copy of the Articles. ALL OTHER ARTICLES REMAIN THE SAME: NO FURTHER CHANGES REQUESTED.

Gladys D. Alexander remains the Registered Agent for the Corporation, as there are no further changes than Article III Purposes.

Three letter exhibits , copies of letters sent to Dawn Goldberg, IRS Agent, are enclosed that will provide additional information and clarity of intent of the Palmer King Board of Directors Education Foundation, Inc. to show sincerity to conduct business at all times.

The intent of the Palmer King Board, at this time, is to be in complete compliance with Section 501(c)(3) of the IRS Code , 1986.

Gladys D. Alexander  
Registered Agent  
Director Chairman  
Palmer King Board of Directors  
Education Foundation, Inc.  
Telephone: 352/376-7033

FILED  
00 NOV 21 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
T. LEWIS NOV 21 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 9, 2000

GLADYS D. ALEXANDER  
PALMER KING BOARD OF DIRECTORS  
727 S.E. 11TH STREET  
GAINESVILLE, FL 32641-7121

SUBJECT: PALMER KING BOARD OF DIRECTORS EDUCATION  
FOUNDATION, INC.  
Ref. Number: N00000004126

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 100A00058151

Palmer-King Board of Directors  
Education Foundation, Inc.  
727 S.E. 11th Street  
Gainesville, Florida 32641-7121  
November 2, 2000


Ms. Shannon Thompson  
Document Specialist  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Ms. Thompson:

This letter is in reference to Document Number W00000015371, Articles of Incorporation for Palmer-King Board of Directors Education Foundation, Inc. , filed June 22, 2000.

The Board requests to amend the Articles of Incorporation to satisfy requirements for exempt status under section 501( c ) (3) of the Internal Revenue Code of 1986. Primary revision will occur in Article III Purposes.

The due date for this revision is November 8, 2000; however, the Board will be able to submit the amended Articles as soon as it is received from your office. A copy of this letter and a copy of the amended Articles will be forwarded to the office of Internal Revenue prior to November 8, 2000.

  
Gladys D. Alexander  
Registered Agent

RECEIVED  
00 NOV -9 PM 1:51  
DIVISION OF CORPORATIONS

# ARTICLES OF AMENDMENT

to

## ARTICLES OF INCORPORATION

of

PALMER KING BOARD OF DIRECTORS  
EDUCATION FOUNDATION, INC.

(present name)

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Palmer King Board of Directors Education Foundation, Inc. requests to amend ARTICLE III Purposes . ONLY paragraphs one, two and three are to be amended. Internal Revenue Service requests that the language in these three paragraphs be amended to conform to Section 501(c)(3) of the CODE 1986, rather than the language as stated in the original Articles filed June 22, 2000.

**SECOND:** The date of adoption of the amendment(s) was: November 6, 2000

**THIRD:** Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Palmer King Board of Directors Education Foundation, Inc.

Gladys D. Alexander  
Corporation Name

Signature of Chairman, Vice Chairman, President or other officer

Gladys D. Alexander

Typed or printed name

Registered Agent Director Chairman

November 16, 2000

Title

Date

FILED  
00 NOV 21 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

PALMER KING BOARD OF DIRECTORS EDUCATION FOUNDATION, INC.  
of the undersigned, a majority of whom are citizens of the United States,  
desiring to form a Non-Profit Foundation under the Non-Profit Corporation  
Laws of 1999, do hereby certify:

### ARTICLE I Name

The name of the Foundation shall be PALMER KING BOARD OF DIRECTORS  
EDUCATION FOUNDATION, INC.

### ARTICLE II Locations

The principal office of the Foundation shall be located in the City of Gainesville, Alachua  
County, Florida, 727 SE 11<sup>th</sup> Street, 32641-7121, Telephone: 352-376-7033.

### ARTICLE III Purposes

- A. The purposes for which this organization is organized are exclusively religious,  
charitable, scientific, literary and educational within the meaning of Section 501 (c) (3) of  
the Internal Revenue Code of 1986 or the corresponding provision of any future United  
States Internal Revenue law.
- B. Notwithstanding any other provisions of these Articles, this organization shall not carry  
on any activities not permitted to be carried on by an organization exempt from Federal  
income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 as the  
corresponding provision of any future United States Internal Revenue law.
- C. Upon the dissolution of the organization, assets shall be distributed for one or more  
exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code  
of 1986, or corresponding section of any future Federal Tax Code, or shall be distributed  
in the Federal, 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 organization is then located, exclusively for such  
purposes.

The Foundation is established to (a) provide a permanent source of funding for Palmer-  
King Day Care Center, Inc. that is over and above and independent of all appropriations  
generated and dispersed for child care in the state of Florida, (b) establish a Million  
Dollar Education Foundation in perpetuity to: (a) update or relocate the facility, (b)  
provide regular services for certified teachers and staff rather than hourly rates of pay  
based on enrollment and attendance, (c) provide child care fees for children of low

income families who qualify, (d) and provide day and evening parenting classes for parents and guardians of children enrolled in the center

During it's existence, the Foundation shall receive, invest and manage grants, contributions and donations in unlimited amounts in such a manner as in the judgment of the Board of Directors will best promote the purposes of the Foundation without limitation and in accordance with the Articles of Incorporation, the Bylaws of the Foundation or section 501 (c) (3) of the Internal Revenue Code of 1986.

Also, the Foundation may act as principal, legal agent or associate as may be authorized by the Board of Directors.

#### ARTICLE IV Directors/Memberships

The persons named herein will serve as the first Directors of the Palmer King Board of Directors Education Foundation, Inc., having been duly elected by the Board, March, 2000.

##### NAMES

##### ADDRESSES

Gladys D. Alexander	727 Se. 11th Street	Gainesville, FL. 32641-7121
Nathaniel B. Jones	1216 Se. 12th Street	Gainesville, FL. 32641-
Julia M. Harper	1205 Se. 11th Avenue	Gainesville, FL. 32641-
Cora P. Roberson	1631 Se. 41st Avenue	Gainesville, FL. 32641-
Vernell Bradwell	4728 Se. 19th Avenue	Gainesville, FL. 32641-

Section 1. Directors shall be elected members of Palmer King Day Care Center Board of Directors appointed by the Board to serve as directors or on committees or boards as may be required.

Section 2. Associate members of the Foundation shall be the founding members of the Palmer King Day Care Center, Inc., and other persons interested in the purposes and work of the Foundation. Associate members may act in an advisory capacity to the Palmer King Board, but may not vote or serve as a representative of the Foundation, unless duly appointed by the Board.

Section 3. Foundation Board of Directors. The Palmer King Day Care Center Board of Directors shall appoint a Palmer King Education Foundation Board of Directors to administer and manage the Million Dollar Education Foundation Fund, once it is in place. The Board shall consist of 13 persons, including founding members, Santa Fe Community College, public school education, business men and women, investors, and others as are available and who may be interested in the purposes and work of the Foundation.

#### ARTICLE V Management

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Foundation 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 III.

The Foundation shall not engage in propaganda, nor support any form of political action or any other related activities that are prohibited by the Internal Revenue Code for Non-Profit status, 1999.

## ARTICLE VI Dissolution

The Term for which the Foundation is established is perpetual.

In the event of dissolution of the Foundation, assets, properties, and or programs as are appropriate, will be given over to Santa Fe Community College Minority Scholarship Fund to be used (a) to fund classes for first year students who are deficient in math, reading, writing, and language arts skills, or (b) as scholarships for students interested in a major in Early Childhood Education.

In witness whereof, we have hereunto subscribed our names this 6 day of June, 2000.

NAME	ADDRESS	SIGNATURE
Gladys D. Alexander Registered Agent	727 Se. 11th St. Gainesville, FL Telephone 352/376-7033	<u>Gladys D. Alexander</u>
Nathaniel B. Jones	1216 Se. 12th St. Gainesville, FL	<u>Nathaniel B. Jones</u>
Julia M. Harper	1205 Se. 11th Av. Gainesville, FL	<u>Julia M. Harper</u>
Cora P. Roberson	1631 Se. 41st Av. Gainesville, FL	<u>Cora P. Roberson</u>
Vernell Bradwell	4728 Se. 19th Av. Gainesville, FL	<u>Vernell Bradwell</u>

## BANKING STATUS

FIRST UNION BANK OF GAINESVILLE  
104 North Main Street  
Gainesville, FL 32601  
Telephone: 352/335-3300

ACCOUNT: NAME & NUMBER  
Palmer King Education Foundation  
EIN - 59-3639774



ARTICLE VII Agent

Gladys D. Alexander, appointed by the Board, is the legal registered agent for the Palmer King Board of Directors Education Foundation, Inc.

I, Gladys D. Alexander, 727 Se. 11th Street, Gainesville, FL. 32641, am both knowledgeable and familiar with and accept the duties and responsibilities as registered agent for the Foundation Gladys D. Alexander

STATE OF FLORIDA  
COUNTY OF ALACHUA

I hereby certify that on this 6 day of June 2000 before me, a Notary Public duly authorized in the state of Florida and County named above to take acknowledgements, personally appeared the above, to me known to be persons described as Trustees in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

Verna Jackson Johnson  
Notary Public State of Florida At Large

My Commission Expires 9 - 13 - 02



Verna Jackson Johnson  
MY COMMISSION # CC774252 EXPIRES  
September 13, 2002  
BONDED THRU TROY FARM INSURANCE, INC.

00 JUN 22 PM 1:15