

# N010000004153

Requester's Name



City

000005025478--0  
-02/28/02--01016--003  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Office Use Only

## CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
02 MAR 25 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ Walk in    ☐ Pick up time    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

### NEW FILINGS

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

### OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

### AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

### REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

N01000004153  
8pc Amend  
3-25-02



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

March 6, 2002

**URBAN YOUTH DEV. ACADEMY, CORP.**  
2200 SATELLITE BLVD., APT 412  
DULUTH, GA 30097

**SUBJECT: URBAN YOUTH DEVELOPMENT ACADEMY, CORPORATION**  
Ref. Number: N01000004153

We have received your document for URBAN YOUTH DEVELOPMENT ACADEMY, CORPORATION and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

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) 245-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 002A00013568

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

URBAN YOUTH DEVELOPMENT ACADEMY  
(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.)

ARTICLE V - ADDITIONAL BOARD MEMBERS

ARTICLE VIII - ADDED ARTICLE

ARTICLE III - ADDED FINAL PARAGRAPH

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**SECOND:** The date of adoption of the amendment(s) was: 2/22/02

**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.

URBAN YOUTH DEVELOPMENT ACADEMY  
Corporation Name

M. J. Basso  
Signature of Chairman, Vice Chairman, President or other officer

MICHAEL J. BASSO  
Typed or printed name

PRESIDENT  
Title

3/15/02  
Date

**Articles of Amendment to:**  
**ARTICLES OF INCORPORATION**  
Urban Youth Development Academy  
#N01000004153  
In Compliance with Chapter 617, F.S., (Not for Profit)

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TALLAHASSEE, FLORIDA

**ARTICLE I ORGANIZATION**

**Section 1:**

The name of the organization shall be the Urban Youth Development Academy, Corporation. The corporation's registered office is located at 3001 South Ocean Drive, Suite 11F, Hollywood, FL 33019.

**ARTICLE II PRINCIPAL OFFICE**

Place of Business: 3001 South Ocean Drive, Suite 11F, Hollywood, FL 33019.

**ARTICLE III PURPOSE**

This corporation is organized for educational purposes promoting the health and academic performance of urban youth within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. To this end, the corporation shall:

1. Identify those with the capacity to positively influence and impact urban youth, as qualified under requisites determined by the President and the Board of Directors.
2. Develop, train, and prepare those with the capacity to positively influence and impact urban youth, as designed and determined by the President and Board of Directors.
3. Make every attempt to position those who have been developed, trained and prepared to positively influence and impact urban youth in settings that directly reach substantial numbers of these youth, as determined by the President and Board of Directors.
4. Engage in activities that focus only upon the unique youth development needs of urban youth in all matters of program design, implementation and evaluation, as determined by the President and Board of Directors.

All funds, whether income or principal, and whether acquired by gift or otherwise, shall be devoted to said purposes. 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, or the corresponding provision of any future United States Internal Revenue law.

#### ARTICLE IV MANNER OF ELECTION

The corporation shall have no voting members. The management 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 member or Director shall have any right, title, or interest in or to any property of the corporation. The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

##### Section 1: Board Role, Size, Compensation

The Board is responsible for overall policy and direction of the Corporation, and delegates responsibility for day-to-day fiscal accountability and operations to the President and committees. The Board is also responsible for the guidance of operational oversight, policy, and strategic planning of the corporation, and recommends direction to the President and Committees. Final determination of programmatic theory, design, implementation and dissemination of said components remains at the sole discretion of the President. The Board shall have up to fifteen and not fewer than three members. The board receives no compensation other than reasonable expenses.

##### Section 2: Meetings

The Board shall meet at least twice per year, at an agreed upon time and place. The Board of Directors may make such rules and regulations governing its meetings as it deems necessary.

##### Section 3: Board Elections

Election of new Directors or election of current Directors to a concurrent term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

##### Section 4: Terms

All Board members shall serve two year terms, but are eligible for concurrent terms through re-election.

##### Section 5: Quorum

A quorum must be attended by at least seventy-five percent of the Board members before business can be transacted or motions made or passed.

##### Section 6: Notice

An official Board meeting requires that each Board member have written notice ten (10) days in advance.

##### Section 7. Board Officers and Duties

There shall be four Officers of the Board consisting of a Chair, Vice Chair, Secretary and Treasurer. Their duties are as follows:

The Chair shall convene regularly scheduled Board meetings, and shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

The Vice-Chair will chair committees on special subjects as designated by the Board.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each of the Board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. The Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

#### Section 8: Vacancies

When a vacancy on the Board exists, nominations for new members may be received from present Board members to the Secretary, two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, and to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

#### Section 9: Resignation, Termination and Absences

Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Director may be removed when sufficient cause exists for such removal, by a three-fourths vote of the remaining Directors. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

#### Section 10: Special Meetings

Special meetings of this organization may be called by the President or one-third of the Board, when deemed to be in the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

#### Section 11: Conflict of Interest

No Board member may vote upon a matter coming before that body in which he or she has a direct financial interest. Immediately upon becoming aware that such a conflict may exist, a Board member must disclose the existence of the potential conflict to the remaining Board members, withdraw from further deliberation on the issue, and refrain from voting on the matter. Any such disclosure and withdrawal shall be fully documented in the organization minutes.

ARTICLE V                      DIRECTORS/OFFICERS

- 1) Michael J. Basso - 3001 South Ocean Drive, Suite 11F, Hollywood, FL 33019  
President/Chairman
- 2) Jose Fernandes - 1200 SW 103 Ave. Pembroke Pines, FL 33025  
Vice-Chairman
- 3) Danielle Bachand - P.O. Box 841, Belchertown, MA 01007  
Treasurer
- 4) Suleyki Medina - 1355 West 53rd Street, Apt. 304, Hialeah, FL 33012  
Secretary
- 5) Brian Guerdat - 9200 S. Dadeland Blvd. Suite 110, Miami, FL 33156
- 6) Mario Garcia - 1015 NW 17 Court, Miami, FL 33125
- 7) Folker Castellon - 2255 Satellite Blvd. #I-204 Duluth, GA 30097  
(Formerly of Miami, FL)

ARTICLE VI   INITIAL REGISTERED AGENT AND STREET ADDRESS

Michael J. Basso - 3001 South Ocean Drive, Suite 11F, Hollywood, FL 33019

ARTICLE VII   INCORPORATOR

The incorporator of this corporation is Michael J. Basso, 3001 South Ocean Drive, Suite 11F, Hollywood, FL 33019.

ARTICLE VIII   DISSOLUTION

Upon the dissolution of the corporation, 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 to the Federal, state or local government for a public purpose. Any assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

.....

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar and accept the appointment as registered agent and agree to act in this capacity.

M. J. Basso  
Signature/Registered Agent

2/22/02  
Date

M. J. Basso  
Signature/Incorporator  
(Michael J. Basso)

2/22/02  
Date