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BASIC AMENDMENT

SPRINGHILL CHILD DEVELOPMENT & ENRICHMENT CENTER, IN

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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SPRINGHILL CHILD DEVELOPMENT & ENRICHMENT CENTER, I Document No. N0300003959

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not-For-Profit Corporation hereby amends and restates its Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Springhill Child Development & Enrichment Center, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8119 E. Martin Luther King, Jr., Boulevard, Tampa, Florida 33619

ARTICLE III PURPOSE

The specific purposes of the Springhill Child Development & Enrichment Center, Inc. are the following:

- Section 1. Provide childcare for infants (6 weeks to 1 year old), toddlers (1 year old to 2 years old), pre-k's (3, 4 and 5 year olds), and after school care for children grades pre-k up to sixth grade (5 year olds to 12 year olds).
- Section 2. Provide quality childcare to infants and preschoolers for a single parent, or family, while the parent(s) is/are employed or attending school.
- Section 3. Provide a Christian after school environment with children related activities. Springhill Child Development & Enrichment Center, Inc. promotes safety, nurture, development, and stimulus.
- Section 4. At all times the Holy Bible is Springhill Child Development & Enrichment Center, Inc.'s instruction for Christian living and Jesus Christ is always the Corporation's focus.
- Section 5. Provide a child a Christian atmosphere free of drugs and violence while at the same time promoting Jesus Christ and education. Our plan is to provide such an atmosphere to a family with an infant or child.

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ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is by the vote of the sole member of the Corporation, as set forth in the Bylaws of the Corporation.

ARTICLE V REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the current registered agent is:

Jacqueline C. Leeks, 3813 N. Nebraska Avenue, Tampa, Florida 33603

ARTICLE VI 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, 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 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.

The date of adoption of the Amended and Restated Articles was 5e

Adoption of Amendment(s)

(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 and restatement was adopted by the Board of Directors.

Signed this 3rd day of England 2005.

Signature:

Rev. Eugene Garnett

(Typed or printed name of person signing)

President

(Title of person signing)

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2005.