

ND3000005115

Oveline Jean
8500 Bisc. Blvd.
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Miami FL 33138
(address)

(City/State/Zip/Phone #)

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03 JUL 25 PM 2:00
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 16, 2003

ADELINE JEAN
8500 BISCAYNE BLVD. #303
MIAMI, FL 33138

SUBJECT: PHENOMENAL CENTER FOR HIGHER LEARNING, INC.
Ref. Number: N03000005115

We have received your document for PHENOMENAL CENTER FOR HIGHER LEARNING, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures. _ _

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned. _ _

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Irene Albritton
Document Specialist

Letter Number: 303A00041803

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03 JUL 25 AM 8:23
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
PHENOMENAL CENTER FOR HIGHER LEARNING, INC**

FILED
03 JUL 25 PM 2:00
TALLAHASSEE, FLORIDA
CLERK OF CIRCUIT COURT

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.)

AMENDING Article III to read as follows:

ARTICLE III PURPOSE (s):

The Corporation is organized and operated exclusively for educational, religious and charitable purposes within the meaning of Section 501© (3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501 ©(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170©(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

AMENDING Article IV to read as follow:

ARTICLE IV BOARD OF DIRECTORS:

The Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The Board of directors shall consist of the following:

Adeline Jean, President
8500 Biscayne Blvd C-303
Miami, Florida 33138

Luna Pierre, Treasurer
7600 N. Miami Avenue
Miami, Florida 33150

Ruben Jean Vice President,
8500 Biscayne Blvd. #C-303
Miami, Florida 33138

AMENDING Article V to read as follows:

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Adeline Jean
8500 Biscayne Blvd. #C-303
Miami, Florida 33138

ADDING Article VII to read as follows:

ARTICLE VII OFFICERS

The officers of the Corporation shall be a President, ice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ADDING Article VIII to read as follows:

ARTICLE VIII DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ADDING Article IX to read as follows:

ARTICLE IX RESTRICTIONS ON ACTIVITIES

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 Article three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or other-wise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) and political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise and powers that are not in furtherance of the purposes of this corporation.

ADDING Article X to read as follows:

ARTICLE X MEMBERSHIP

The corporation shall be non-membership.

ADDING Article XI to read as follows:

ARTICLE XI AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ADDING Article XII to read as follows:

ARTICLE XII DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Incorporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code, or the corresponding section or 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 assts 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.

SECOND: The date of adoption of the amendment(s) was: July 7, 2003

THIRD: Adoption of Amendment (CHECK ONE)

The amendment(s) was (were) adopted by the members and the number of votes cast or the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendments. The board of directors adopted the amendments.



Signature of Chairman, Vice Chairman, President or other officers

Adeline Jean

Typed or print name

President

Title

July 7, 2003

Date