

No4000000942

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TALLAHASSEE, FLORIDA

Amend.
C. Coulllette SEP 14 2005

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: National Management Institute
Inc.

DOCUMENT NUMBER: NO4000000942

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

Please return all correspondence concerning this matter to the following:

William B Nickell
(Name of Contact Person)

Nickell Law Firm, P.A.
(Firm/ Company)

4380 Cool Emerald Drive
(Address)

Tallahassee Florida
(City/ State and Zip Code)

For further information concerning this matter, please call:

William B Nickell at (850) 562-8995
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$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 32399

Articles of Amendment
to
Articles of Incorporation
of

National Management Institute, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

NO40000000942
(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

Article 7 information regarding the
incorporator was moved to
Article 8. Article 7 now
describes the terms + conditions
for distribution of assets.
See attached.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The date of adoption of the amendment(s) was: 9/9/05
Effective date if applicable: 9/9/05
(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 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.

Signature William B Nickell
(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.)

William B Nickell
(Typed or printed name of person signing)

Chief Executive Officer
(Title of person signing)

FILING FEE: \$35

ARTICLES OF INCORPORATION

These articles shall be filed and construed in compliance with Chapter 617, Florida Statutes, as a Not for Profit corporation effective upon filing.

ARTICLE I - NAME

The name of the corporation shall be: **The National Management Institute Inc.**

ARTICLE II - PRINCIPAL OFFICE

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

Business address:

4380 Cool Emerald Drive
Tallahassee, Florida 32303

Mailing address:

Post Office Box 180653
Tallahassee, Florida 32318

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to facilitate the education of management principles and practices through seminars and technology consistent with Section 501(c)(3) of the Internal Revenue Code. The corporation shall not be operated for profit and shall not engage in any business not directly related to its purpose of education.

ARTICLE IV - MANNER OF ELECTION

The manner in which directors are elected or appointed shall be determined by unanimous vote or as the by-laws dictate. The Board shall consist of at least three members.

ARTICLE V - INITIAL DIRECTORS AND/OR OFFICERS

William B. Nickell
Chief Executive Officer
4380 Cool Emerald Drive
Tallahassee, Florida 32303

Nicholas Stevens
Chief Financial Officer
Post Office Box 15696
Tallahassee, Florida 32317

Rex Ware
Chief Operating Officer
215 S. Monroe Street, Suite 601
Tallahassee, Florida 32301

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

William B. Nickell, 4380 Cool Emerald Drive -Tallahassee, Florida 32303

ARTICLE VII – DISTRIBUTIONS

a.) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

b.) 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, or 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 disposed of shall be disposed of by the proper court of the county in which the principal office of the organization is located, exclusively for such purposes or to such organizations as the proper court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII – INCORPORATOR

The name and address of the Incorporator is: William B. Nickell, Post Office Box 180653 Tallahassee, Florida 32318.

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 with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent William B. Nickell Date 2/9/05
William B. Nickell

Signature/Incorporator William B. Nickell Date 2/9/05
William B. Nickell