

N05000004861

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

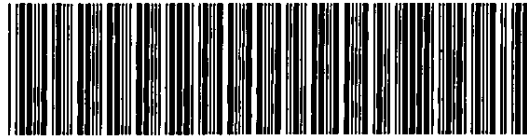
(Business Entity Name)

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2006 SEP -6 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roberts SEP 06 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Station Eleven, Inc.

DOCUMENT NUMBER: N05000004861

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

Please return all correspondence concerning this matter to the following:

Duane Daunt
(Name of Contact Person)

(Firm/ Company)

7198 Sleepy Hollow Circle
(Address)

Tallahassee, FL 32312
(City/ State and Zip Code)

For further information concerning this matter, please call:

Duane Daunt at (850) 264-3660
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$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 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 25, 2006

DUANE DAUNT
7198 SLEEPY HOLLOW CIRCLE
TALLAHASSEE, FL 32312

SUBJECT: STATION ELEVEN, INC.
Ref. Number: N05000004861

We have received your document for STATION ELEVEN, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please be specific in what you are amending.

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) 245-6892.

Tina Roberts
Document Specialist

Letter Number: 206A00052317

August 30, 2006

Tina Roberts
Document Specialist
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Ms. Roberts:

We received the letter stating that you were unable to process our requested changes due to the lack of specificity. This letter is in response to your letter and requests that these changes be made.

At this time, we are requesting that all of our Articles of Incorporation be amended to match the attached document. For the detail requirement, this request extends to the following articles:

- Article One
- Article Two
- Article Three
- Article Four
- Article Five
- Article Six
- Article Seven
- Article Eight
- Article Nine
- Article Ten
- Article Eleven
- Article Twelve

If you should have any questions, please feel free to contact me at 850-264-3660 or 850-894-1568 or via e-mail at duane@stationeleven.com.

Regards,



Duane Daunt
Corporate Secretary

Attachments

Articles of Amendment
to
Articles of Incorporation
of

FILED
2006 SEP -6 AM 11: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Station Eleven, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N05000004861

(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)**

~~All~~

ARTICLE ONE

ARTICLE TWO

ARTICLE THREE

ARTICLE FOUR

ARTICLE FIVE

ARTICLE SIX

ARTICLE SEVEN

ARTICLE EIGHT

ARTICLE NINE

ARTICLE TEN

ARTICLE ELEVEN

ARTICLE TWELVE

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: 8/10/06

Effective date if applicable: 8/10/06
(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



(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.)

Duane Daunt

(Typed or printed name of person signing)

Corporate Secretary

(Title of person signing)

FILING FEE: \$35

**ARTICLES OF INCORPORATION OF
STATION ELEVEN, INC.**

The undersigned, desiring to form a corporation, not for profit, under the Not-for-Profit Corporation Act of the State of Florida, do hereby certify:

FIRST: The name of the corporation shall be Station Eleven, Inc. (the "Corporation").

SECOND: The principal office of the Corporation is to be located at 7198 Sleepy Hollow Circle, Tallahassee, FL 32312.

THIRD: The Corporation shall have perpetual existence unless terminated in accordance with the laws of the State of Florida.

(a) the purposes for which this organization is organized are exclusively religious, charitable, scientific, literary and/or 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.

FOURTH: The Corporation is organized exclusively for the advancement of religion as identified within Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue Law. Within the scope of the foregoing, the specific purpose of the Corporation is to specialize in the conversion, development and delivery of interactive, electronic learning (e-learning) programs based on the teachings of the Catholic Church in the State of Florida. In carrying out that specific purpose, the Corporation is organized and empowered to:

(a) engage in such activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of the State of Florida and of the United States.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, unless such member, director, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article FOURTH. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code, or the corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future United States Internal Revenue Law.

FIFTH: The Corporation shall have one or more classes of members as provided in the Constitution & By-Laws of the Corporation. The number of classes of members, the qualifications and rights of each class of members, and the manner and selection of the members shall all be provided in the Constitution & By-Laws of the Corporation. The Corporation shall not issue capital stock.

SIXTH: The affairs of this Corporation shall be managed by a Board of Directors. The powers of the Board of Directors, the qualifications for serving as a director, and the manner of selection of directors shall all be specified in the Corporation's By-Laws. The Corporation shall have a minimum of three directors initially. The number of directors may be increased or diminished as provided in the Corporation's By-Laws, but shall never be less than three. The following persons shall serve said Corporation as directors until the first annual meeting or other meeting called to select directors:

William J. Crumpacker, III

Duane A. Daunt

Michael Foley

Mary Anne Havriluk

SEVENTH: In the event of the dissolution of this Corporation, all funds or other assets remaining after payment of the outstanding obligations of the Corporation shall be turned over to an organization selected by the Board of Directors of the Corporation that is then exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law.

EIGHTH: Amendments to these Articles may be made by resolution passed by two-thirds vote of the quorum of any General Membership Meeting, in accordance with the By-laws of the Corporation.

NINTH: The Corporation shall adopt Constitution & By-Laws for the governing of the Corporation and its officers. The Corporation's Constitution & By-Laws may not be inconsistent with these Articles of Incorporation, or with the laws of the State of Florida.

TENTH: The name and street address of the initial registered agent and office of the Corporation are:

Duane A. Daunt

Corporate Secretary
7198 Sleepy Hollow Circle
Tallahassee, FL 32312

ELEVENTH: 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.

TWELTH: 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 to 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.

IN WITNESS WHEREOF, we have hereunto subscribed our names this
tenth day of August, 2006.

eleven