

10500009125

(Requestor's Name)

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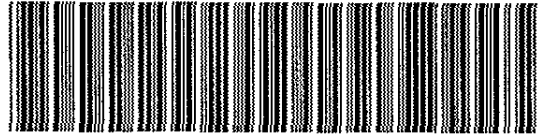
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

SL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Quantum Circle Foundation, Inc

DOCUMENT NUMBER: N05000009125

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

Please return all correspondence concerning this matter to the following:

DONNA JOHNSON
(Name of Contact Person)

Quantum Circle Foundation, Inc
(Firm/ Company)

2553 CLARINET DR.
(Address)

ORLANDO FL. 32837
(City/ State and Zip Code)

For further information concerning this matter, please call:

DONNA JOHNSON at (407) 895-5803
(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 checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input 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

Articles of Amendment
to
Articles of Incorporation
of

Quantum Circle Foundation, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

NO5000009125
(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):

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import 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)**

See Attachment

(Attach additional pages if necessary)
(continued)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

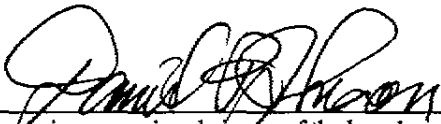
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The date of adoption of the amendment(s) was: October 26, 2006

Effective date if applicable: SAME AS ABOVE
(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.)

DANIEL P JOHNSON
(Typed or printed name of person signing)

DIRECTOR
(Title of person signing)

FILING FEE: \$35

**Articles of Incorporation
of
Quantum Circle Foundation, Inc.
A Non-Profit Corporation**

Pursuant to the provision of the Nonprofit Corporation Act of this state, the undersigned, acting as incorporators of a Corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation:

Article I Name

The name of this corporation is **Quantum Circle Foundation, Inc.**

Article II Principal Office

The principal office of this corporation is:

2553 Clarinet Dr., Orlando, Fl. 32837

Article III Purpose

This corporation is organized exclusively for charitable and educational purposes as specified in Section 501 (c) (3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The specific purpose for which this corporation is organized and operated is as follows: To provide charitable activities that focus on empowering individuals, families and entrepreneurs, particularly the underserved, through education and support and also to develop an awareness of the value of connecting with others within the local and global community.

Article IV Manner of Election

The manner in which directors are elected is defined in the corporate bylaws.

Article V Initial Registered Agent

Donna J. Johnson

2553 Clarinet Dr, Orlando, Fl. 32837

Article VI Incorporator

Incorporator indicted on the Articles of Incorporation filed with the State of Florida

J. Brock McClane
215 E. Livingston Street
Orlando, Florida 32801

Article VII Initial Directors and/or officers

The initial directors of this corporation are as follows:

- Daniel P. Johnson, Director
2553 Clarinet Dr, Orlando, Fl. 32837
- Donna J. Johnson, Director
2553 Clarinet Dr, Orlando, Fl. 32837
- Janet L. Herrick, Director
2549 Clarinet Dr., Orlando Fl, 32857

The management and affairs 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.

Article VIII Duration/Dissolution

The period of duration of this corporation shall be perpetual until dissolution.

The Quantum Circle Foundation may be dissolved only with authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a two-thirds (2/3) vote.

The property of this corporation is dedicated to charitable, educational purposes. Upon dissolution or other termination of the Quantum Circle Foundation, all remaining assets of The Quantum Circle Foundation, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt organizations (with charitable, educational purposes) as shall be chosen by the then existing Board of Directors of the Quantum Circle Foundation.

Article IX Debt obligations and Personal Liability

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

Article X Members

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws.

Article XI Limitations

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. 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 organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other 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 or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future tax code.
4. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non- Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.
5. No member or Director shall have any right, title, or interest in or to any property of the corporation.

For clarification purposes, the Board of Directors has amended the foregoing Articles of Incorporation to include the following:

Article III has been expanded,

Article VIII, IX, X and XI have been added.

We, the undersigned directors hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

 Director 10.26.06
Signature, Title & Date

 Director 10-26-06
Signature, Title & Date

 Director 10/26/06
Signature, Title & Date