

N050000009256

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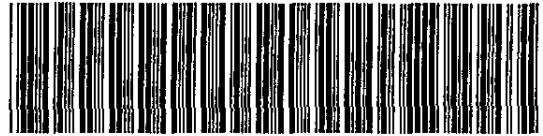
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
sf

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Winning Kids Club, Inc.

DOCUMENT NUMBER: N05000009256

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

Please return all correspondence concerning this matter to the following:

Gail Hallas

(Name of Contact Person)

Winning Kids Club, Inc.

(Firm/ Company)

1002 Washington Avenue

(Address)

Lehigh Acres, FL 33972

(City/ State and Zip Code)

For further information concerning this matter, please call:

Gail Hallas

(Name of Contact Person)

at (239) 671-0976

(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)

WKC. BOA
CK # 5054
52.50
gh

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

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 3, 2006

Gail Hallas
Winning Kids Club, Inc.
1002 Washington Avenue
Lehigh Acres, FL 33972

SUBJECT: WINNING KIDS CLUB, INC.
Ref. Number: N05000009256

COPY -

We have received your document for WINNING KIDS CLUB, INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

To make changes in the officers, directors, or registered agent of the corporation, the current year annual report can be filed. The enclosed form can be used or you have the option of filing the report online with a credit card at our website www.sunbiz.org.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 606A00008086

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Articles of Amendment
to
Articles of Incorporation
of

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Winning Kids Club, Inc.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N05000009256

(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 I NAME -- no change

Article II PRINCIPLE OFFICE -- no change

Article III PURPOSE §1,2,3,4
Amended

Section 1. The Corporation shall operate exclusively as a public charitable organization for the purpose of conducting activities for children, which are designed to help prevent truancy and juvenile delinquency, by promoting self-esteem, academic achievement, diversity of talent, health education and literacy skills through cultural, academic and sports programs; and as appropriate, advocate for at-risk children and other related purposes, including, but not limited to, sponsoring, organizing, administering, enhancing and operating those activities. During times of natural and civil disasters and other unforeseen emergencies, as well as short-term, mid-term, and long-term transitional periods following emergencies, the Corporation shall coordinate disaster relief by expanding programs and activities to include psycho-social and educational support and assistance to needy or displaced children.

Section 2. The Corporation is organized under Chapter 617, Florida Statutes, and is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under the Articles of Incorporation and Bylaws, under law and under 26 U.S.C.A. § 501(c)(3) of the Internal Revenue Code. No private individual shall have any vested right, interest or privilege in or to the assets, income, or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of private individual, except to the extent permissible under the Articles of Incorporation, Bylaws, under law and under 26 U.S.C.A. § 501(c)(3) of the Internal Revenue Code.

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

Initials gk Date 02/12/06

(Continued on next page - Attached)

(Attach additional pages if necessary)

(continued)

Article III PURPOSE §4***Amended***

(Continued from previous next page)

Section 4. 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 hereof. 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.

Article IV MANNER OF ELECTION -- no changeArticle V INITIAL DIRECTOR AND/OR OFFICERS -- no changeArticle VI INITIAL REGISTERED AGENT AND STREET ADDRESS -- no changeArticle VII INCORPORATOR -- no change**Article VIII DISSOLUTION OF CORPORATION §1*****Amended***

Section 1. Upon dissolution of the Corporation, all 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 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 or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(End of Amendments)

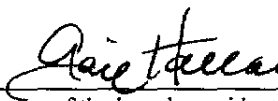
The date of adoption of the amendment(s) was: January 15, 2006

Effective date if applicable: January 15, 2006
(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.)

Gail Hallas

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

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