

ND5000012855

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700258819407

04/28/14--01053--012 **52.50

FILED
SECRETARY OF STATE
14 APR 28 PM 3:53

Amend / CC
cus
@ 5/7/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ESPRIT DE CORPS CENTER FOR LEARNING, INC.

DOCUMENT NUMBER: N05000012855

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

Please return all correspondence concerning this matter to the following:

JEANNETTE C. HOLMES VANN

(Name of Contact Person)

ESPRIT DE CORPS CENTER FOR LEARNING, INC.

(Firm/ Company)

9840 WAGNER ROAD

(Address)

JACKSONVILLE, FL 32219

(City/ State and Zip Code)

learnine@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JEANNETTE C. HOLMES VANN at 904 924-2000

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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 32301

Articles of Amendment
to
Articles of Incorporation
of

ESPRIT DE CORPS CENTER FOR LEARNING, INC.

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

N05000012855

(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:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

N/A

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: **N/A**

(Florida street address)

New Registered Office Address:

N/A

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

FILED
SECRETARY OF STATE
14 APR 28 PM 3:53

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

(AMEND) ARTICLE III: PURPOSE

(ADD) ARTICLE VIII: NONDISCRIMINATORY POLICY

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ESPRIT DE CORPS CENTER FOR LEARNING, INC**

The undersigned incorporators hereby form and establish a Not-For-Profit corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be:

ESPRIT DE CORPS CENTER FOR LEARNING, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business shall be 9840 Wagner Road, Jacksonville, Florida 32219, and the mailing address of this corporation shall be the same.

ARTICLE III: PURPOSE

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

This corporations Not-For-Profit and the objectives and purposes to be transacted and carried on are:

A. **General**

- 1) Providing all children with learning opportunities that will enable them to succeed in life. Our educational objectives are designed so that all children can achieve academic and personal success. These objectives determine the course for developing high academic standards and also prepare children for occupational competence.
- 2) Providing a school environment that is congruent to our values and Christian principles.
- 3) Giving students a well-rounded education that will challenge them to accept responsibility for their academic success.
- 4) Providing students with Biblical learning to make healthy decision for life.

- 5) Instilling Christian character for the development of traits that produce morality in the lives of students that is: honesty, truthfulness, responsibility, fairness, respect, kindness and self-control.
- 6) Teaching the benefits and importance of working cooperatively in order to cultivate positive relationships.
- 7) Developing in the students an appreciation for the arts, our heritage and other cultures.
- 8) Preparing the students to function successfully in a technologically advanced society.

B. Restriction:

- 1) Notwithstanding any other provision of these articles, this corporation will not conduct any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501©(3) of the Internal Code of 1954 or the corresponding provision of any future United States Internal Revenue law.
- 2) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.
- 3) All of the funds and assets of this Corporation, together with the net earnings thereof and income realized thereon, shall be exclusively devoted to the purposes expressed herein.
- 4) No member, director or officer of the corporation or any other private individual may receive or be entitled to receive, under any circumstances, any pecuniary benefit from the operations or liquidation of the Corporation, except for a reasonable compensation for travel and related expenses actually rendered in effecting one or more of the purposes of the corporation.
- 5) 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 publishing and distribution of statements) any political campaign on behalf of any candidate for public.

C. Dissolution:

Upon the dissolution of the corporation, the board of directors or governing body of the corporation, after paying or providing for payment of all liabilities of the corporation, shall dispose of all the assets of the corporation exclusively:

- 1) In accordance with the purposes of the corporation, in the manner determined by the board of directors or governing body, or
- 2) To organizations qualified for exemption under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and specified by the board of directors or governing body. Any assets of the corporation not so disposed of shall be disposed

of by the district court of the county where the principal office of the corporation is then located, exclusively for the purposes or to the organizations provided above, as determined by the court.

ARTICLE IV: MANNER OF ELECTION

The corporation does not have authority to issue capital stock and the conditions of membership shall be fixed by the By-laws. The officers of the corporation shall be those specified in the By-laws, and officers shall be elected as provided in the By-laws.

ARTICLE V: INITIAL DIRECTORS AND /OR OFFICERS

List name(s), address(es) and specific titles(s):

Jeannette C. Holmes-Vann	11353 Oak Landings Drive Jacksonville, FL 32225	President
Michael Bolden	4056 Rogero Road Jacksonville, FL 32277	Vice President
DeDra Holmes-Belvin	11041 Prospector Drive Jacksonville, FL 32218	Treasurer
Carolyn H. Wright	1133 Alderman Road E. Jacksonville, FL 32277	Director
Betty D. White	6215 Barry Drive Jacksonville, FL 32208	Director

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The Florida street address of the initial registered office of the corporation shall be 9840 Wagner Road, Jacksonville, FL 32219, and the name of the registered agent of the corporation at that address is Jeannette C. Holmes-Vann.

ARTICLE VII: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Jeannette C. Holmes-Vann	11353 Oak Landings Drive Jacksonville, FL 32225
--------------------------	--

The undersigned incorporator has executed these Articles of Incorporation on April 25, 2014.

Jeannette C. Holmes-Vann 4-25-14
Jeannette C. Holmes-Vann Date

ARTICLE VIII: NONDISCRIMINATORY POLICY

Esprit de Corps Center for Learning, Inc. admits students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered program.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jeannette C. Holmes-Vann 4-25-14
Jeannette C. Holmes-Vann Date

The date of each amendment(s) adoption: APRIL 25, 2014, if other than the date this document was signed.

Effective date if applicable: APRIL 25, 2014
(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(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated

Signature

4-25-14
Jeannette C. Holmes Vann
(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)

JEANNETTE C. HOLMES VANN

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)