

NO80000001057

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

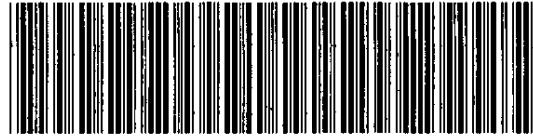
(Document Number)

Certified Copies

Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



800131064408

06/10/08--01023--010 **52.50

*Amended And
Restated Art*

FILED
08 JUN 10 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts JUN 12 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Great Kids Foundation, Inc.

DOCUMENT NUMBER: N000001057

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

Please return all correspondence concerning this matter to the following:

Sandra Rakes
(Name of Contact Person)

The Great Kids Foundation, Inc.
(Firm/ Company)

P.O. Box 2615
(Address)

Ormond Beach, FL 32175—2615
(City/ State and Zip Code)

For further information concerning this matter, please call:

Sandra Rakes at (386) 676-0276
(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

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
The Great Kids Foundation, Inc.
a Florida not-for-profit corporation**

Pursuant to the provisions of chapter 617, Florida Statutes, The Great Kids Foundation, Inc. hereby adopts the following Amended and Restated Articles of Incorporation which amend and restate the Articles of Incorporation of The Great Kids Foundation, Inc., filed with the Secretary of State of Florida on February 4, 2008 and assigned document number N08000001057.

I. ARTICLE

Name

The name of this Corporation shall be: The Great Kids Foundation, Inc.

II. ARTICLE

Address

The principal place of business and mailing address of this Corporation is:

Physical Address

50 South Yonge St. #5
Ormond Beach, FL 32174

Mailing Address

P.O. Box 2615
Ormond Beach, FL 32175-2615

III. ARTICLE

Duration

The duration of this Corporation is perpetual.

IV. ARTICLE

Manner of election of directors

FILED
08 JUN 10 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The manner in which the directors are elected or appointed shall be: a) first five directors shall be elected or appointed by the Great Kids Explorer Club, Inc. board of directors. b) Thereafter all board members shall be elected or appointed by the Corporation in compliance with the By-Laws of the Corporation.

V. ARTICLE

Purpose

The purposes of the Corporation shall be a single-purpose Foundation, exclusively charitable in nature, to-wit: To engage exclusively in activities for charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code), and within these restrictions, to engage in activities including but not limited to the following:

(a) To receive contributions and use them in support of Great Kids Explorer Club, Inc. in accordance with this Foundation's By-laws. 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 any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions 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 of 1986 (or the corresponding provisions of any future federal tax code).

(b) To distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income as defined in Section 4942 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

(c) The Corporation shall not engage in any act of self-dealing as defined in Section 4942(d) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

(d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

(e) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

(f) The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

(g) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

(h) Upon the dissolution of the Corporation the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code), as the Board of Directors shall determine.

VI. ARTICLE

Membership

The Corporation shall have no members

VII. ARTICLE

Board of Directors

The number of Directors constituting the Board of Directors is five (5) and the name and address of each person who is to serve as a member thereof are as follows:

Diana Janzen
6 Beagles Rest
Ormond Beach, FL 32174

President

Sandra L. Rakes
120 Standish Dr.
Ormond Beach, FL 32176

Vice President

John E. Ellis
200 Windward Lane
Ormond Beach, FL 32176

Secretary/Treasurer

David Remey
239 Landmark Circle
Ormond Beach, FL 32176

Director

Maria McCarthy
201-1 Orange Grove Drive
Ormond Beach, FL 32174

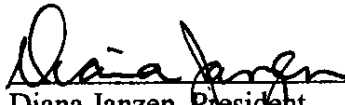
Director

The number of Directors may be changed from time to time by the by-laws but shall never be less than three (3). Election or appointment of the Directors shall be as prescribed in the by-laws.

The date of adoption of the amendments was June 5, 2008

There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

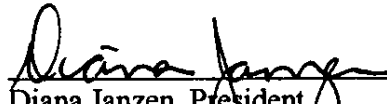
IN WITNESS WHEREOF, the undersigned President does hereby execute and acknowledge these Amended and Restated Articles of Incorporation, this 5 day of June, 2008.


Diana Janzen, President

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 617.0501, Florida Statutes, The Great Kids Foundation, Inc. hereby designates Sandra L. Rakes as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

120 Standish Drive
Ormond Beach, FL 32176


Diana Janzen, President

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of The Great Kids Foundation, Inc. for service of process within the State of Florida.

The Great Kids Foundation, Inc. a Florida
corporation

By: Diana Janzen
Its: President

**Articles of Amendment
to
Articles of Incorporation
of**

The Great Kids Foundation, Inc.

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

N000001057

(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 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)**

[illegible]

(Attach additional pages if necessary)

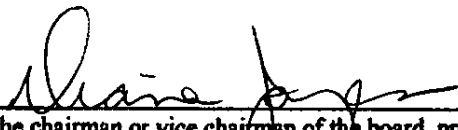
(continued)

The date of adoption of the amendment(s) was: June 5, 2008

Effective date if applicable: _____
(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.)

Diana Janzen
(Typed or printed name of person signing)

Board President
(Title of person signing)

FILING FEE: \$35