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TALLAHASSEE, FLORIDA

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[Signature]

11/18/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Catch a Dream Foundation, Inc

DOCUMENT NUMBER: N08000002995

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

Please return all correspondence concerning this matter to the following:

Harold Lampert
(Name of Contact Person)

Lampert's Home Therapy, Inc
(Firm/ Company)

8254 118th Ave North, Suite 100
(Address)

Largo, FL 33773
(City/ State and Zip Code)

harold@lampertshometherapy.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Harold Lampert at (727) 455-0404
(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

The Catch A Dream Foundation, Inc

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

N08000002995

(Document Number of Corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

The Movement Academy, Inc

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

(Florida street address)

(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

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
VP	Rose Lampert	8254 118th Ave North Suite 100 Largo, FL 33773	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
Chair	Charlene Reedy	5600 Lime Way Seminole, FL 33772	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Member <i>Member</i>	Simone Houvardas	3890 Tarian Court Palm Harbor, FL 34684	<input checked="" 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)

See attached Articles of Incorporation. Please replace all original Articles with
the attached new Articles.

Articles of Incorporation for The Movement Academy, Inc

Article I: The name of the corporation is The Movement Academy, Inc.

Article II: The principal place of business and mailing address is:

Attn: Harold Lampert
8254 118th Avenue North
Suite 100
Largo, FL 33773

Article III: The Movement Academy, Inc. is organized exclusively for educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code. The Movement Academy, Inc. will operate a not for profit school for children with cerebral palsy and other developmental disabilities.

Article IV: 1. The Board of Directors of The Movement Academy, Inc. will consist of representatives from community agencies, educational institutions, and parent(s) of individuals with disabilities. The Board will meet on a regular basis, as needed. All members of the Board will be advised of the meeting place, time and agenda before the meeting. The Board may make changes to the Board of directors by voting. A quorum will consist of two thirds of the members attending a scheduled meeting, provided that at least two thirds of all members are present. Special meetings to make changes to the board may be called. All meetings will be conducted by the president, the chairman of the board or his or her representative.

2. The Board of Directors will initially consist of a president, chair, and member. It will be the duty of the board of directors to secure additional board members, guide the development of The Movement Academy, Inc, oversee finances, and to develop the school charter.

3. Committees (subcommittees) will be formed as needed. This will be determined by the board of directors and as the committee continues to function, the number of subcommittees may be adjusted.

Article V: The name and Florida street address of the registered agent is:

Harold M Lampert III
11165 8th Street East
Treasure Island, FL 33706

Article VI: The name and address of the incorporator is:

Harold M Lampert III
11165 8th Street East
Treasure Island, FL 33706

Articles of Incorporation for The Movement Academy, Inc

Article VII: The initial officers of The Movement Academy, Inc. are:

Harold Lampert 11165 8th Street East Treasure Island, FL 33706	President
Charlene Reedy 5600 Lime Way Seminole, FL 33772	Chair
Simone Houvardas 3890 Tarian Court Palm Harbor, FL 34684	Member

Article VIII: The effective date for this corporation is March 26, 2008.

Article IX: Upon the time of dissolution of the corporation, assets shall be distributed after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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.

Article X: Conflict of Interest

Section 1 - General Principles: Individuals who are neither compensated themselves, nor related to individuals who are compensated, shall constitute a majority of the board of directors.

Primary responsibility for making all decisions subject to a conflict of interest, or possible conflict of interest, shall rest with the Board of Directors of The Movement Academy, Inc. The board may delegate decisions subject to this Article to a committee composed of individual board members unrelated to, and not subject to the control of, the person or persons involved in the proposed transaction.

In matters of compensation, no board member or officer may receive compensation from The Movement Academy, Inc. which exceeds the value of the services provided for such compensation. In any other transaction, no board member or officer may receive economic benefits from The Movement Academy, Inc. which exceed the consideration provided for such transaction.

Articles of Incorporation for The Movement Academy, Inc

Deliberation, decision-making, and written documentation of all arrangements subject to this Article shall take place before The Movement Academy, Inc. makes payments of any kind.

Section 2 - Conflict of Interest: No Board member may vote upon a matter in which he or she has a direct financial interest. Immediately upon becoming aware that such a conflict may exist, a Board member must disclose the existence of the potential conflict to the remaining Board members. If, by vote of the remaining Board members, a conflict of interest is found to exist, the Board member with the conflict shall withdraw from further deliberation and refrain from voting on the matter.

Section 3 - Record keeping: The basis for each decision subject to this Article shall be fully documented, including: the terms of the approved transaction and the date approved, the members of the decision-making body who were present during debate on the transaction and those who voted on it, the decision made by each individual who voted, the comparability data that was relied on by the decision-making body and how the data was obtained, and any actions by a member of the decision-making body having a conflict of interest.

Article XI: The fiscal year of The Movement Academy, Inc. will be from January 1st to December 31st unless amended by the board of directors or committee as outlined in these bylaws.

Article XII: The bylaws of The Movement Academy, Inc. may be changed by a two thirds majority vote of all members attending a special meeting called by the board of directors specifically for the purpose of amending the bylaws. The meeting announcement will be sent electronically to all members of the board and the committee that are on record at that date at least one week prior to the scheduled date of the meeting. These bylaws have been duly read and accepted by The Movement Academy, Inc. this 13 day of November, 2009.

The date of each amendment(s) adoption: November 13, 2009
(date of adoption is required)

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(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 11/13/2009

Signature Harold Lampert
(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)

Harold Lampert
(Typed or printed name of person signing)

President
(Title of person signing)