

NO8000004481

(Requestor's Name)

404 NW 7th Terr

(Address)

(Address)

FT. Lauderdale, FL 33311

(City/State/Zip/Phone #)

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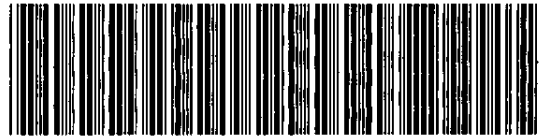
(Business Entity Name)

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FILED
10 MAY 17 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & Rest
C.COULLETTE

MAY 19 2010

EXAMINER

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MOUNT HERMON EDUCATIONAL CORPORATION OF
SOUTH FLORIDA, INC.**

These Amended and Restated Articles of Incorporation, which did not require member approval were approved by a majority of the Board of Directors on August 20, 2009.

**ARTICLE I
NAME**

The name of the corporation shall be **MOUNT HERMON EDUCATIONAL CORPORATION OF SOUTH FLORIDA, INC.**

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:
Mount Hermon Educational Corporation of South Florida, Inc.
404 NW 7th Terrace, Fort Lauderdale, Florida 33311

**ARTICLE III
PURPOSE**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the nonprofit corporation will utilize science and technology to promote and challenge children to their highest academic and social potential in safe and orderly environment. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE IV
LIMITATIONS**

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

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3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

ARTICLE V **MANNER OF ELECTION**

Directors shall be elected by the members at the annual meeting of the membership. The Directors shall serve a two year term and there shall be no limit to the number of terms a Director may serve.

ARTICLE VI **INITIAL DIRECTORS AND/OR OFFICERS**

The corporation shall have no voting members. 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. No Director shall have any right, title, or interest in or to any property of the corporation.

The initial Officers of the Corporation shall be:

President

Gloria Allen
4421 NW 13th Street
Lauderhill, FL 33313

Vice President

Sylvester Robinson
2581 Franklin Park Drive
Fort Lauderdale, FL 33311

Treasurer

Michael Clark, Jr.
7435 NW 44th Street
Lauderhill, Florida 33319

Secretary

Sylvia Lewis
1705 NW 8th Court
Fort Lauderdale, Florida 33311

ARTICLE VII **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The registered agent shall be:

Gloria Allen, 4421 NW 13th Street, Lauderdale, Florida 33313

ARTICLE VIII
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 IX
INCORPORATOR

The incorporator of this corporation is:
Gloria Allen, 4421 NW 13th Street, Lauderhill, FL 33313

ARTICLE X
DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, 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.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Gloria Allen
Signature/Registered Agent

04/27/10
Date

Gloria Allen
Signature/Incorporator /P.O.

04/27/10
Date