

N080000008863

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Amend

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2009 JAN 21 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*OK
1/21/09*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Perfectly Yours, Inc.

DOCUMENT NUMBER: N08000008863

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

Please return all correspondence concerning this matter to the following:

Sharon Rodriguez
(Name of Contact Person)

Perfectly Yours, Inc.
(Firm/ Company)

1020 Nautica Drive
(Address)

Weston, FL 33327
(City/ State and Zip Code)

For further information concerning this matter, please call:

Sharon Rodriguez at (954) 816-9747
(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:

- | | | | |
|--|--|---|---|
| <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

Articles of Amendment
to
Articles of Incorporation
of

FILED

2009 JAN 21 AM 9:21

Perfectly Yours, Inc.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N08000008863

(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:

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)

_____, Florida
(City) (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>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<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)

Article III should be changed to read: _____

Article III _____

The specific purpose for which this corporation is organized is: A not-for-profit arts
 organization dedicated to developing activities and activity books that promote arts
 education for children. _____

Please include the Board-approved Articles of Incorporation provided on the pages
 attached here. _____

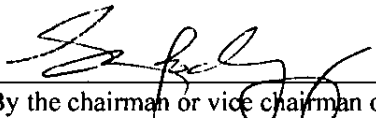
The date of each amendment(s) adoption: January 16, 2009

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 January 16, 2009

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)

Sharon Rodriguez
(Typed or printed name of person signing)

President and Director
(Title of person signing)

ARTICLES OF INCORPORATION

OF

PERFECTLY YOURS, INC.

(A CORPORATION NOT FOR PROFIT)

ARTICLE I NAME/REGISTERED OFFICE

The name of this corporation shall be: Perfectly Yours, Inc., a Florida not for profit corporation (the "Corporation"), and the address of its initial principal office is 1020 Nautica Drive, Weston, Florida 33327.

ARTICLE II PURPOSE

The Corporation is formed for such charitable purposes as will qualify it as an exempt organization under 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.

Within the scope of the foregoing, the Corporation is specifically organized to promote arts education to children and families in South Florida. The Corporation will manufacture and distribute children's activity books and kits that will focus on arts education. These books and kits may consist of the following: kits comprised of children's books, scrapbooks, paper for scrapbooking, stickers, glue sticks for stationary use, markers, pens, pencils, pencil sharpeners, drawing templates, and crayons. With the cooperation of local theater companies, art museums, children's museums, libraries, schools, YMCAs, and other venues, the Corporation will distribute and sell its activity books to children and families in South Florida. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes. The Corporation is authorized to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors, officers or members or any private individual.

To the extent a corporation described by Section 501(c) (3) of the Internal Revenue Code of 1986, as amended (the "Code") is permitted to do so, the Corporation may distribute to other organizations, foreign or domestic, all of part of the funds it collects, but the Corporation is not required to remit or distribute any part of its funds to any other organization.

ARTICLE III LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation;

2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

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 of 1986, as now enacted or hereafter amended.

4. The Corporation shall not lend any of its assets to any officer or director of this Corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV INCORPORATOR

The name and street address of the incorporator are:

<i>Name</i>	<i>Address</i>
Sharon Rodriguez	1020 Nautica Drive Weston, Florida 33327

ARTICLE V INITIAL DIRECTORS

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors may be increased or decreased from time to time as authorized by a majority vote of the members, but shall never be less than three (3) persons. Directors shall be elected and hold office in accordance with the method prescribed in the Bylaws. The names and addresses of the first members of the Board of Directors are as follows:

<i>Name</i>	<i>Address</i>
Sharon Rodriguez	1020 Nautica Drive Weston, Florida 33327 (954) 816-9747
Stephanie Norman	4078 Cascade Terrace Weston, FL 33332 (305) 793-4325
Gail Garrisan	525 NE 8 th Avenue Fort Lauderdale, FL 33301 (954) 683-1079

ARTICLE VI DIRECTORS/MEMBERS

The membership of this Corporation shall consist of all persons hereinafter named as Directors and all other persons as, from time to time hereafter, may be elected to membership by the Board of Directors. Qualification for membership shall be satisfied by all persons expressing an interest in the purposes of the Corporation. The Directors shall from time to time prescribe the form and manner in which application may be made for membership, and members may be admitted by the Board of Directors only. The authorized number of the Members of the Corporation, the different classes of membership (if any), the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the Bylaws.

ARTICLE VII DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of the 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 the Corporation.

ARTICLE VIII 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.

ARTICLE IX BYLAWS

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered or rescinded by the majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not for Profit Corporation Act concerning corporate action that must be authorized or approved by Members of the Corporation.

ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION

An amendment to these Articles of Incorporation may be proposed by any Director of the Corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Members.

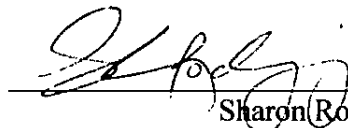
ARTICLE XI INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of the Corporation is Sharon Rodriguez, and the office of the initial registered agent is at 1020 Nautica Drive, Weston, Florida 33327.

ARTICLE XII INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified to the fullest extent permitted by law by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him or her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he or she is or shall be made a party by reason of his or her being or having been a Director or Officer of the Corporation (whether or not he or she is a Director or Officer of the Corporation at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her). The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

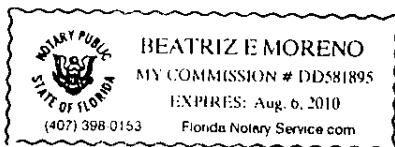
IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 16 day of January, 2009, for the purpose of forming this Corporation not for profit under the laws of the state of Florida.

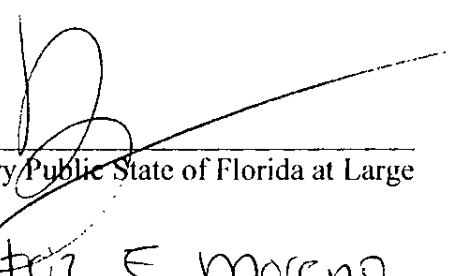


Sharon Rodriguez, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 16th day of January, 2009, by Sharon Rodriguez, as Incorporator of Perfectly Yours, Inc., a Florida not for profit corporation on behalf of said entity. She is personally known to me or has produced FL Driver License, as identification and did take an oath.





Notary Public State of Florida at Large

Beatriz E Moreno

Print Name of Notary

My Commission Expires: Aug 6th 2010

Commission No. DD581895

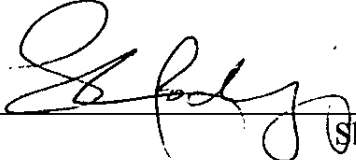
REGISTERED AGENT CERTIFICATE

OF

PERFECTLY YOURS, INC.

Having been named as registered agent and to accept service of process for Perfectly Yours, Inc. at the place designated in the Articles of Incorporation, I, Sharon Rodriguez, 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.

DATED: January 16, 2009



Sharon Rodriguez