

ND8000009715

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(City/State/Zip/Phone #)

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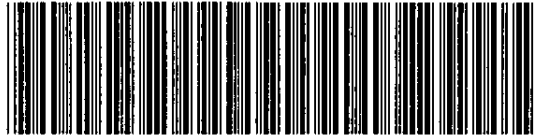
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend  
Texas  
12-12-08*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** THE VILLAGE ACADEMY, INC.

**DOCUMENT NUMBER:** N-08000009715

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

Please return all correspondence concerning this matter to the following:

DENA HOY

(Name of Contact Person)

(Firm/ Company)

1027 PINEHURST CT

(Address)

OVIEDO, FLORIDA 32765

(City/ State and Zip Code)

For further information concerning this matter, please call:

DENA HOY

(Name of Contact Person)

at ( 407 ) 797-8755

(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

FILED

2008 DEC -9 PM 3:04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE VILLAGE ACADEMY, INC.

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

N-08000009715

(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

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

(Attach additional sheets, if necessary)

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

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

PLEASE SEE ATTACHED

AMENDED  
**ARTICLES OF INCORPORATION**  
**OF**  
**THE VILLAGE ACADEMY, INC.**

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The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

**ARTICLE I**

The name of the corporation, hereinafter referred to as the "Corporation" is  
**THE VILLAGE ACADEMY, INC.**

**ARTICLE II**

The address of the principal office of the Corporation is 1027 PINEHURST CT,  
OVIEDO, FLORIDA, 32765.

**ARTICLE III**

The period of duration of the Corporation is perpetual.

**ARTICLE IV**

The Corporation 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 under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, 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 or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to

share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 the Court of Common Pleas 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 V**

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(e) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted by any organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be hereafter amended.

#### **ARTICLE VI**

The method for the election of directors shall be stated in the bylaws of the Corporation.

## **ARTICLE VII**

The initial street address in the State of Florida of the initial registered office of the corporation is 1027 PINEHURST CT, OVIEDO, FLORIDA, 32765, and the name of the initial registered agent at such address is DENA HOY.

## **ARTICLE VIII**

The names and addresses of the initial incorporators are as follows:

DENA HOY  
1027 PINEHURST CT,  
OVIEDO, FLORIDA, 32765

## **ARTICLE IX**

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Florida.

## **ARTICLE X**

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

## **ARTICLE X**

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

## **ARTICLE XI**

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

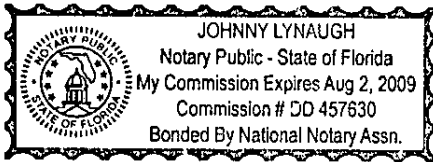
DATED this 26<sup>th</sup> day of November, 2008.


  
\_\_\_\_\_  
DENA HOY

STATE OF FLORIDA,  
COUNTY OF ORANGE,

The foregoing instrument was acknowledged before me.

DATED this 26<sup>th</sup> day of November, 2008.



  
\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires: 8/2/09

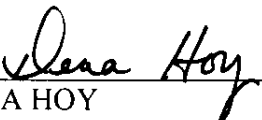
**CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE  
SERVICE OF PROCESS IN THIS STATE**

The following is submitted in compliance with law.

The Village Academy, Inc. is a not-for-profit corporation organizing under the laws of the State of Florida with its principal office located at 1027 Pinehurst Ct, Oviedo, FL. 32765 hereby designates Dena Hoy, as its agent at that address to accept service of process within this state.

**ACCEPTANCE**

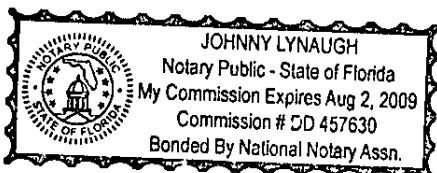
I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

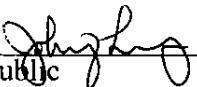
  
\_\_\_\_\_  
DENA HOY

STATE OF FLORIDA,  
COUNTY OF ORANGE,

BEFORE ME, the undersigned authority, this day personally appeared DENA HOY, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purpose expressed therein.

DATED this 26<sup>th</sup> day of November, 2008.



  
\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires: 8/2/09



The date of each amendment(s) adoption: ALL ADDITIONAL AMENDMENTS AS OF 12/1/08

Effective date if applicable: ALL ADDITIONAL AMENDMENTS AS OF 12/1/08  
(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 November 25, 2008

Signature

Dena Hoy

(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)

DENA HOY

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)