

N090000002698

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(Address)

(City/State/Zip/Phone #)

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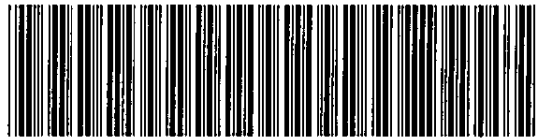
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N090000002698  
Am 4/15/10

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** PAYS Foundation, Inc.

**DOCUMENT NUMBER:** \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

Cary E. Hall

(Name of Contact Person)

PAYS Foundation, Inc.

(Firm/ Company)

2875 Admiral's Walk Drive West

(Address)

Orange Park, Florida 32073

(City/ State and Zip Code)

caryehall@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cary E. Hall

(Name of Contact Person)

at ( 904 ) 269-2636

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 7, 2010

CARY HALL  
2875 ADMIRAL'S WALK DR WEST  
ORANGE PARK, FL 32073

SUBJECT: PAYS FOUNDATION, INC  
Ref. Number: N09000002698

We have received your document for PAYS FOUNDATION, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 310A00008568

Articles of Amendment  
to  
Articles of Incorporation  
of

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

PAYS Foundation, Inc.

\_\_\_\_\_  
(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**)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

10 APR 15 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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)

**See attachment**

[illegible]

*Amended*  
**ARTICLES OF INCORPORATION  
OF  
PAYS FOUNDATION, INC  
A NONPROFIT CORPORATION**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Nonprofit Corporation under the Nonprofit Corporation Law of the State of Florida, do hereby certify:

Article I: The name of the corporation shall be: PAYS Foundation, Inc

Article II: The Place in this state where the principal office of the Corporation is to be initially located is the City of Orange Park, Clay County. The principle address is:

2875 Admiral's Walk Drive West  
Orange Park, Florida 32073

Article III: Said corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to individuals organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

Article IV: The incorporators to these amendments shall be:

Cary E. Hall  
2875 Admiral's Walk Drive W.  
Orange Park, Florida 32073

Richard Tallier  
14479 Millhopper Rd  
Jacksonville, FL 32258

Melissa Turner  
34187 Daybreak Dr.  
Callahan, FL 32011

Article V: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, this organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

federal tax code.

Article VI: Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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 the Court of Common Pleas of the county in which the principal office of the organization 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 VII: Names and addresses of Incorporators:

Cary E. Hall- Co-Founder/Executive Director  
2875 Admiral's Walk Drive W.  
Orange Park, Florida 32073

Richard Tallier- Co-Founder/President  
14479 Millhopper Rd  
Jacksonville, FL 32258

Melissa Turner- Co-Founder/Marketing Director  
34187 Daybreak Dr.  
Callahan, FL 32011

Article VIII: The period of duration of the corporation is perpetual.

Article IX: In witness whereof, we have hereunto subscribed our names this 01 day of April, 2010.

Melissa Turner  
Incorporator

Richard Tallier  
Incorporator

Cary Hall  
Incorporator

N/A  
Incorporator

The undersigned, being the registered (or statutory) agent listed in these Articles of Incorporation, hereby accepts the position as such and agrees to act in such capacity. The undersigned further represents that he or she is familiar with the obligations of the position and agrees to comply with them.

Richard Tallier  
Registered Agent

The date of each amendment(s) adoption: 03/24/2010

(date of adoption is required)

Effective date if applicable: 03/31/2010

(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 3-21-2010

Signature Cary E. Hall

(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)

Cary E. Hall

(Typed or printed name of person signing)

Executive Director

(Title of person signing)