

N09000003557

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(Address)

(City/State/Zip/Phone #)

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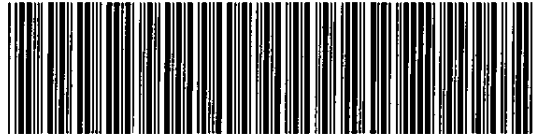
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09 APR 15 AM 11:47

Amend/cc
@ 4.16.09



April 13, 2009

Re: AMENDED ARTICLES OF INCORPORATION

NAME OF CORPORATION: American Academy of Physician Education Institute, Inc.

DOCUMENT NUMBER: N09000003557

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

Please return all correspondence concerning this matter to the following:

(Name of Contact Person) Jeffrey Hillier

(Firm/ Company) American Academy of Physician Education Institute, Inc.

(Address) 100 E. Linton Blvd., Suite 204B

(City/ State and Zip Code) Delray Beach, FL 33483

For further information concerning this matter, please call:

Jeffrey Hillier at (561) 504-4745

Sincerely,

A handwritten signature in black ink, appearing to read "J. Hillier", with a stylized flourish at the end.

Jeffrey G. Hillier, PhD
Chief Financial Officer

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
09 APR 15 AM 11:47

Articles of Amendment
to
Articles of Incorporation
of

AMERICAN ACADEMY OF PHYSICIAN EDUCATION INSTITUTE, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

N09000003557

(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)

(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)

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

~~ARTICLE IX. Upon the dissolution of the corporation, assets shall be distributed for one or more~~

See attached

E. If amending or adding additional articles, enter changes here.

ARTICLE III. Said 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 the corresponding section of any future federal tax code.

ARTICLE VIII. 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 corporation 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 Article Third hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IX. Upon the dissolution of the corporation, assets shall be distributed 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.

The date of each amendment(s) adoption: APRIL 13, 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 APRIL 13, 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)

JEFFREY HILLIER

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)