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TALLAHASSEE, FLORIDA

*DR
4/22/11*

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: Petite Innovations, Inc.

DOCUMENT NUMBER: N09000004368

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

Please return all correspondence concerning this matter to the following:

Rhonda P. Johnson

(Name of Contact Person)

Petite Innovations, Inc.

(Firm/ Company)

11472 Tori Lane

(Address)

Jacksonville, FL 32218

(City/ State and Zip Code)

petite59@comcast.net

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

For further information concerning this matter, please call:

Rhonda P. Johnson

(Name of Contact Person)

at (904) 514-9788

(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

11 APR 22 PM 1:37

"Petite Innovations, Inc."

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NO9000004368

(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: correct spelling

Petite Innovations, Inc.

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**)

11472 Tori Lane

Jacksonville, FL 32218

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:

11472 Tori Lane

(Florida street address)

Jacksonville

(City)

Florida 32218
(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>
<u>Chair</u>	<u>Chelsea Reeves</u>	<u>3114 Montcalm Dr</u> <u>Jax, FL 32202</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>Member</u>	<u>Vanetta Jordan</u>	<u>2227 Newberry Rd</u> <u>Jax, FL 32216</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>Member</u>	<u>Natishia Stevens</u>	<u>1023 Beckner Ave</u> <u>Jax, FL 32214</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

~~* additional sheet attached pg 2~~

E. If amending or adding additional Articles, enter change(s) here:
 (attach additional sheets, if necessary). (Be specific)

Revised document attached.

The date of each amendment(s) adoption: April 6, 2011
(date of adoption is required)
Effective date if applicable: April 6, 2011
(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 14, 2011

Signature [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)

Rhonda P. Johnson
(Typed or printed name of person signing)

Registered Agent / CFO
(Title of person signing)

Revised
ARTICLES OF INCORPORATION
for
PETITE INNOVATIONS, INC.

ARTICLE I
NAME AND PURPOSE

Section 1: The name of the organization is PETITE INNOVATIONS INC.

Section 2: This organization is organized exclusively for charitable purposes under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, as amended, for these purposes.

ARTICLE II
MEMBERSHIP

Section 1: Membership shall consist only of the members of the board of directors.

ARTICLE III
MEETINGS

Section 1: Regular Meeting. The Board of Directors shall hold at least four (4) regular meetings per calendar year. Meetings shall be at such dates, times and places as the Board shall determine.

Section 2: Annual Meetings. The annual membership meeting shall be held in December each year. A minimum of 10% of the members present in person or by proxy shall constitute a quorum for transaction of business at a membership meeting.

Section 3: Special Meetings. Special meetings shall be at such dates, times and places as the Board shall determine.

Section 4: Action without meeting. Any action required or permitted to be taken at a meeting of the Board of Directors (including amendment of these Bylaws) or of any committee may be taken without a meeting if all the members of the Board consent in writing to taking action without a meeting and to approving the specific action. Such consents shall have the same force and effect as a unanimous vote of the Board or of the committee as the case may be.

Section 5: Participation in meeting by Conference Telephone. Members of the Board may participate in a meeting through use of conference telephone or similar communication equipment, so long as members participating in such meeting can hear one another.

Section 6: Notice. Meetings may be called by the Chairperson or at the request of any two (2) directors by notice emailed, mailed or telephoned to each member of the Board no less than forty-eight (48) hours before such meeting.

ARTICLE IV AUTHORITY AND DUTIES OF DIRECTORS

Section 1: Authority of Directors. The Board of Directors is the policy-making body and may exercise all the powers and authority granted to the Corporation by law.

Section 2: Numbers. The Board shall consist of no less than three (3) Executive Directors. Each Executive Director shall hold office for a term of two (2) years. Vacancies existing by reason of resignation, death, incapacity or removal before the expiration of his/her term shall be filled by a majority vote of the remaining directors. In the event of a tie vote, the Chair shall choose the succeeding chair.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

Section 4: Terms. All Board members shall serve two (2) year terms, but are eligible for re-election.

Section 5: Quorum. A quorum shall consist of a majority of the Board attending in person or through teleconferencing. All decisions will be made by majority of the directors if present at said meetings; a majority of the directors present may adjourn the meeting on occasion without further notice.

Section 6: Vacancies. When a vacancy on the Board exists, nominations for new Board members may be received from present Board members by the Secretary two (2) weeks in advance of the Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 7: Termination of Membership. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be removed or dismissed from office for excess absences from the Board if she/he has three (3) unexcused absences from Board meetings in a year and/or for just cause due to misconduct. The Board of Directors, by affirmative vote of two-thirds of all of the members of the Board, may

suspend or expel a member, and may, by a majority vote or those present at any regularly constituted meeting terminate the membership of a member who becomes ineligible for membership.

Section 8: Resignation. Any member may resign by filing a written resignation with the Secretary. Resignations are effective upon receipt of written notification.

Section 9: Reimbursement. Directors shall serve without compensation with the exception that expenses incurred in the furtherance of the Corporation's business are allowed to be reimbursed with documentation and prior approval. In addition, Directors serving the organization in any other capacity, such as staff, are allowed to receive compensation therefore.

Section 10: Paid Staff. The Board of Directors may hire such paid staff as they deem proper and necessary for the operations of the Corporation. The powers and duties of the paid staff shall be as assigned or as delegated to be assigned by the Board.

ARTICLE V AUTHORITY/DUTIES OF THE OFFICERS

Section 1: Officers and Duties. There shall be three officers of the Board consisting of a Chair, Co-Chair and Secretary/Treasurer. Their duties are as follows:

Section 2: The Chair shall be a director of the Corporation and will preside at all meetings of the Board of Directors. He/she shall appoint all committees and one of the officers who may sign checks or drafts of the organization. The Chair shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as on occasion shall be assigned by the Board of Directors.

Section 3: The Co-Chair shall be a director of the Corporation and will preside at meetings of the Board of Directors in the absence of or request of the Chair. In the event of inability of Chair to exercise his/her office becomes acting Chair with all the rights, privileges and powers as he /she had been the duly elected Chair. The Co-Chair shall perform other duties as requested and assigned by the Chair, subject to the control of the Board of Directors.

Section 4: The Secretary/Treasurer shall be a director of the Corporation and shall keep the minutes of all meetings of the Board of Directors in the books proper for that purpose. The Secretary/Treasurer shall also report to the Board of Directors at each regular meeting on the status of the organization's finances. The Secretary/Treasurer shall work closely with any paid executive staff of the Corporation to ascertain that appropriate procedures are being followed in the financial affairs of the Corporation, and shall perform such other duties as occasionally may be assigned by the Board of Directors.

ARTICLE VI COMMITTEES

Section 1: The Board of Directors may, by resolution adopt by a majority of the Directors in office, establish committees of the Board composed of at least two (2) persons which, except for an Executive Committee, may include non-Board members. The Board may make such provisions for appointment of the chair of such committees, establish such procedures to govern their activities, and delegate thereto such authority as may be necessary or desirable for the efficient management of the property, affairs, business, and activities of the Corporation. The Board may create committees as needed, such as fundraising, housing, etc. The Board Chair appoints all committee chairs.

Section 2: The three (3) officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation, Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance committee. The Secretary/Treasurer is the chair of the Finance Committee, which includes two (2) other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, an annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year, January 1 – December 31. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

Section 4: Size, Duration and Responsibilities. The size, duration and responsibilities of such committees shall be established by a majority vote of the Board of Directors.

ARTICLE VII PROHIBITED PRACTICES

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the 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) or any political campaign on behalf of any

candidate for public office. Notwithstanding any other provision of this document, the 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.

ARTICLE VIII INDEMNIFICATION

Every member of the Board of Directors, officer or employee of the Corporation may be indemnified by the corporation against all reasonable expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of any reasonable and lawful activities directly related to his/her being or having been a member of the Board, officer, or employee of the corporation, or any settlement thereof, unless adjudged therein to be liable for negligence, or criminality misconduct in the performance of his/her duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

ARTICLE IX FINANCIAL ADMINISTRATION

Section 1: Fiscal Year. The fiscal year of the Corporation shall be January 1 – December 31, but may be changed by resolution of the Board of Directors.

Section 2: Checks, Drafts, Etc. All checks, orders for the payment of money, bills of lading, warehouse receipts, obligations, bills of exchange, and insurance certificates shall be signed or endorsed by such officer or officers or agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors or any committee to which such authority has been delegated by the Board.

Section 3: Deposits and Accounts. All funds of the Corporation, not otherwise employed, shall be deposited from time to time in general or special accounts in such banks, trust companies, or other depositories as the Board of Directors or any committee to which such authority has been delegated by the Board may select, or as may be selected by the Chair or by any other officer or officers or agent or agents of the Corporation, to whom such power may from time to time be delegated by the Board. For the purpose of deposit and for the purpose of collection for that account of the Corporation, checks, drafts, and

other orders of the Corporation may be endorsed, assigned, and delivered on behalf of the Corporation by any officer or agent of the Corporation.

Section 4: Investments. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested on occasion in such property, real, personal, or otherwise, or stock, bonds, or other securities, as the Board of Directors in its sole discretion may deem desirable, without regard to the limitations, if any, now imposed or which may hereafter be imposed by law regarding such investments, and which are permitted to the organization exempt from Federal income taxation under Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE X BOOKS AND RECORDS

Correct books of account of the activities and transactions of the Corporation shall be kept at the office of the Corporation. These shall include a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, financial statements and all minutes of meetings of the Board of Directors.

ARTICLE XI DISTRIBUTION OF ASSETS

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 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 XII

AMENDMENTS

These Bylaws may be adopted, amended or rescinded by a two-thirds vote of the Board of Directors at any regular meeting of the Board of Directors following at least seven (7) days advance written notice to the directors of such a proposed Bylaw change or revision.

CERTIFICATE OF SECRETARY

'The undersigned do hereby certify that I am the duly elected Secretary/Treasurer of Petite Innovations, Inc., a Florida not-for profit, and that the foregoing Bylaws constitute the Bylaws of the Petite Innovations, Inc. as duly adopted in a meeting of the Board of Directors thereof held on the 6th day of April 2011.

INWITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said Petite Innovations, Inc. on the 6th day of April 2011.

Printed Name and Signature of the SECRETARY/TREASURE OF PETITE INNOVATIONS, INC.

Timothy L. Smith, Secretary/Treasurer
Print Name

Timothy L. Smith, Secretary/Treasurer
Signature

PETITE INNOVATIONS INC.

BOARD OF DIRECTORS

Chair

Celeste Mills
4747 Fireside Drive
Jacksonville, Florida 32210

Co-Chair

Thelma Ann Smith
879 Heritage Lakes Drive
Jacksonville, Florida 32218

Treasurer/Secretary

Jimmy L. Smith
1432 Raven Drive South
Jacksonville, Florida 32218

Member

Sanbranness Jackson
12450 Biscayne Blvd., #1616
Jacksonville, Florida 32218

Member (ADD)

Ora R. Way
2700 Safeshelter Drive west
Jacksonville, Florida 32225