

N090000004855

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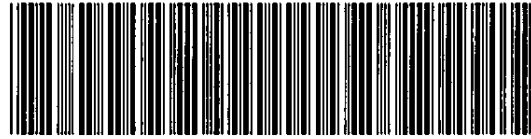
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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cc  
Amend  
10/11/11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Kingsbury College, Inc.

**DOCUMENT NUMBER:** N09000004855

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

Please return all correspondence concerning this matter to the following:

Dr. Jerry P. Dotson

(Name of Contact Person)

Kingsbury College, Inc.

(Firm/ Company)

19329 SUNSET BAY DRIVE

(Address)

Land O' Lakes, FL 34638

(City/ State and Zip Code)

wthomas32@gmail.com

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

For further information concerning this matter, please call:

Wayne Thomas

(Name of Contact Person)

at ( 727 ) 741-8496

(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**

Kingsbury College, Inc.

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

N09000004855

(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)**

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

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DIVISION OF CORPORATIONS

**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, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director.**

*(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.)*

<u>Title(s)</u>	<u>Name</u>	<u>Address</u>
1)_____	_____	_____ _____ _____
2)_____	_____	_____ _____ _____
3)_____	_____	_____ _____ _____
4)_____	_____	_____ _____ _____
5)_____	_____	_____ _____ _____
6)_____	_____	_____ _____ _____

**If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed:**

<u>Title(s)</u>	<u>Name</u>	<u>Title(s)</u>	<u>Name</u>
1)_____	_____	4)_____	_____
2)_____	_____	5)_____	_____
3)_____	_____	6)_____	_____

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

**Article III - Purpose (the following new first sentence was added)**

This corporation is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3)  
of the Internal Revenue Code or corresponding section of any future federal tax code.

**ARTICLE VIII - DISSOLUTION OF CORPORATION (was changed to read)**

The Corporation is a nonprofit corporation. Upon dissolution, all Corporation assets shall be  
distributed, by the Board of Trustees, for one or more exempt purposes within the meaning of  
section 501(c)(3) of the Internal Revenue Code.

**Editorial Note: (These are the only 2 changes made to the articles.)**

## **FIRST AMENDED ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F. S., (Not for Profit)

State of Florida

We, the undersigned natural persons over the age of eighteen (18), adopt the following Articles of Incorporation of **KINGSBURY COLLEGE, INC.** (referred to as the "Corporation").

### **ARTICLE I     NAME**

The name of the Corporation shall be: **KINGSBURY COLLEGE, INC.**

### **ARTICLE II     PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
**19329 Sunset Bay Drive, Land O' Lakes, FL 34638.**

### **ARTICLE III     PURPOSE**

This corporation is organized exclusively for charitable, religious, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. This corporation is formed to establish, maintain and conduct the business of a college, both domestically and internationally, for the encouragement and advancement of higher education and learning and to confer such degrees, grants and honors as are usually and customarily conferred by similar accredited institutions. The College shall endeavor to discover and/or utilize all, or as many as it deems appropriate, methods, tools, styles and philosophies of educating and delivering education to its students both domestically and internationally; including but not limited to, distance learning, life experience credit, internet, email, electronic distribution and any other methods of communicating and/or imparting education, including those not yet discovered.

The College is founded on and will permanently be committed to the tenants of Biblical Christianity as well as academic excellence. The College believes in educating the individual to be prepared to walk with excellence in life through a balance of outstanding academic training, spiritual awakening and discipline and supernatural empowerment as outlined in the Bible and made available through faith in God, the Father; God, the Son; and God, the Holy Spirit. The College further believes that the only source of true spiritual awakening is through a belief in and experience with Jesus Christ as both Lord and Savior accompanied by the power of His Holy Spirit. In support of this, Kingsbury strongly encourages the manifestation of the gifts and fruits of the Holy Spirit.

The College is dedicated to assist students in their quest for knowledge and academic excellence as well as their quest for a relationship with God and to be a contributor to the good of mankind. To achieve this goal, the College strives to provide the best in liberal arts, graduate and professional education combined with a dynamic experience with the Holy Spirit of God to enable the students to represent Jesus Christ, as the model of excellence and solution to needs, throughout the world, whether it be in the workplace, community, governments, missions or churches.

#### **ARTICLE IV     MANNER OF ELECTION**

The manner in which the directors are elected or appointed: The initial Board of Directors shall be appointed by the Incorporator. Subsequently, a person who meets the qualification requirements to be a director (referred to as Trustees in the bylaws) and who has been duly nominated may be elected as a director. The directors shall be elected by the vote of the Board of Directors. Directors shall be elected at the annual meetings of the Board of Directors, and may be elected at any meeting of the Board of Directors as needed. Each Director shall serve for a one (1) year term and shall serve until a successor is elected and qualified. A Director may be elected to succeed himself or herself as Director.

#### **ARTICLE V     INITIAL DIRECTORS AND/OR OFFICERS**

The name and street address of each director is:

1. **Jerry P. Dotson, Chairman/President**  
19329 Sunset Bay Drive  
Land O' Lakes, FL 34638
2. **Karen L. Dotson, Vice Chairman/Vice President/Secretary**  
19329 Sunset Bay Drive  
Land O' Lakes, FL 34638
3. **J. Wayne Thomas, Director/CFO**  
164 Coral Ave.  
Redington Shores, FL 33708

#### **ARTICLE VI     INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent is:

**Jerry P. Dotson, Chairman/President**  
19329 Sunset Bay Drive  
Land O' Lakes, FL 34638

#### **ARTICLE VII     INCORPORATOR**

The name and address of the Incorporator is:

**Jerry P. Dotson, Chairman/President**  
19329 Sunset Bay Drive  
Land O' Lakes, FL 34638

#### **ARTICLE VIII     DISSOLUTION OF CORPORATION**

The Corporation is a nonprofit corporation. Upon dissolution, all Corporation assets shall be distributed, by the Board of Trustees, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE IX      DURATION**

The Corporation shall continue in perpetuity.

## **ARTICLE X      POWERS**

Except as otherwise provided in these Articles, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The Corporation may pay reasonable compensation to officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

## **ARTICLE XI      RESTRICTIONS AND REQUIREMENTS**

The Corporation shall not pay dividends or other corporate income to its officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501(c)(3) and related regulations, rulings, and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Internal Revenue Code Section 170(c)(2) and related regulations, rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Internal Revenue Code and related regulations, rulings, and procedures, except to an insubstantial degree.

1. Serve a private interest other than one that is clearly incidental to an overriding public interest.

2. Devote any part of its activities to attempting to influence legislation by propaganda or otherwise.

3. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.

4. Have objectives that characterize it as an "action organization" as defined by the Internal Revenue Code and related regulations, rulings, and procedures.

5. Distribute its assets on dissolution other than described herein.



6. Permit any part of the net earnings of the Corporation to inure to the benefit of any private individual.

7. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt, purposes.

#### **ARTICLE XII NON-DISCRIMINATION POLICY**

Kingsbury College admits students of any race; color; sex; national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students of the College. It does not discriminate on the basis of race, color, sex, national and ethnic origin in its educational policies, admission policies, scholarship and loan programs, and other College administered programs.

#### **ARTICLE XIII NO VOTING MEMBERS**

The Corporation shall not have voting members.

#### **ARTICLE XIV MANAGEMENT VESTED IN BOARD OF DIRECTORS**

The management of this corporation is vested in a board of directors (referred to as trustees). The board of directors may elect officers as allowed in the bylaws. Except as may otherwise be provided in this Certificate of incorporation or in the Bylaws of the Corporation, as the same may be amended from time to time, the Board of Trustees shall have all the powers and authority which may be granted to a board of directors of a Corporation under the Act.

#### **ARTICLE XV LIMITATION ON LIABILITY OF DIRECTORS AND OFFICERS**

A director or officer is not liable to the Corporation for monetary damages for an act or omission in the director's or officer's capacity except to the extent otherwise provided by a statute of the State of Florida.

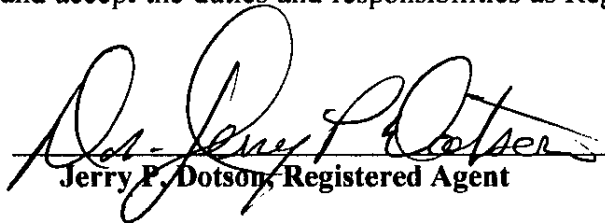
#### **ARTICLE XVI INDEMNIFICATION**

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was an officer or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the bylaws, the directors shall have the power to define the requirements and limitations for the Corporation to indemnify officers or others related to the Corporation.

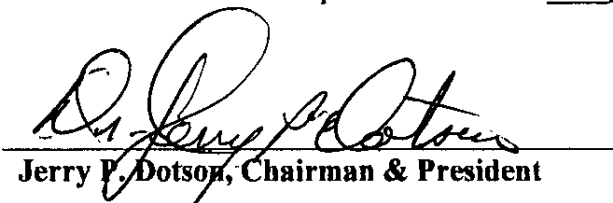
**ARTICLE XVII CONSTRUCTION**

All references in these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. All references in these Articles to directors and/or Board of Directors shall refer to the Trustees and Board of Trustees as so referred to in the Bylaws of the Corporation.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent on the 1st day of November, 2011.

 [signature]  
Jerry P. Dotson, Registered Agent

We execute these First Amended Articles of Incorporation on the 1st day of November, 2011.

 [signature]  
Jerry P. Dotson, Chairman & President

The date of each amendment(s) adoption: November 1, 2011  
(date of adoption- required)

Effective date if applicable: November 1, 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 Nov. 9, 2011

Signature Dr. Jerry P. Dotson  
(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)

Dr. Jerry P. Dotson  
(Typed or printed name of person signing)

Chairman of the Board, President  
(Title of person signing)