

N09000004862

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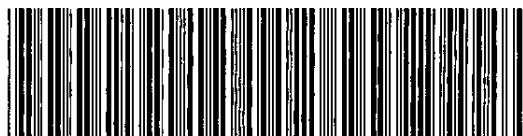
(Business Entity Name)

(Document Number)

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09 MAY 29 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amendments
+cc 6/4/09*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Families First childcare Center, Inc.

DOCUMENT NUMBER: N09000004862

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

Please return all correspondence concerning this matter to the following:

Rennee' Dawson

(Name of Contact Person)

Families First Childcare, Inc.

(Firm/ Company)

5421 West Beaver St., Bldg. B, Suite 202

(Address)

Jacksonville, FL 32254

(City/ State and Zip Code)

jaxfamilies1st@gmail.com

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

For further information concerning this matter, please call:

Rennee Dawson

(Name of Contact Person)

at (904) 371-2969

(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

Families First Childcare Center, Inc.

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

N09000004862

(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:

Families 1st Learning Center, 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)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

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TALLAHASSEE, FLORIDA

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

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>
N/A	N/A	N/A	<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)

Article 1- Name Change to Families 1st Learning Center, Inc.

Article 3 -Purpose amended to include: The organization is organized for charitable, faith based community and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 3-2 Name change to Families 1st Learning Center, Inc.

Article 2- Name Change to Families 1st Learning Center, Inc.

Article 3-3 children ages 6 weeks to 12 years.

Article 6 added: To solicit grant funds from governmental agencies, local and federal, public trusts, private foundations, and individuals for the furtherance of its purposes expressed in Article 3.

Article 3-5 amended to include residents that desire to pursue entrepreneurship in owning and operating their own business or child care center in Duval County, FL.

Article 9.2-Page 6: The members of the Corporation shall be those persons who from time to time constitute the Board of Advisors.

See Attached


The date of each amendment(s) adoption: May 27th, 2009

Effective date if applicable: May 27, 2009
(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 May 27th, 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)

Rennee' Dawson
(Typed or printed name of person signing)

President
(Title of person signing)

Articles of Incorporation

For

Families 1st Learning Center, Inc.

April 1st, 2009

Articles of Incorporation
Of
Families 1st Learning Center, Inc.

The undersigned, acting as incorporator(s) of a Florida corporation not-for-profit pursuant to the Florida Not-For-Profit Corporation, Act, Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE 1 – NAME

The name of the corporation shall be Families 1st Learning Center, Inc.

ARTICLE II – PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The place in the state where the principal office and principal place of business of the Corporation is to be located is the city of Jacksonville, Duval County, Florida. The principal mailing address of this corporation shall be:

Families 1st Learning Center, Inc.

c/o Rennee Dawson
P. O. Box 6805
Jacksonville, FL 32236

Location: 5421 West Beaver Street
Suite 202, Bldg. B
Jacksonville, FL 32254

ARTICLE III – PURPOSE

The organization is organized specifically for charitable, faith based and educational purposes under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code as follows:

1. To provide early childhood education for children in a safe and comfortable atmosphere.
2. Families 1st Learning Center, Inc. is specifically organized as a non-profit, faith-based educational organization to provide parents with a choice for

faith based education for their children focusing on excellence in reading, writing, mathematics, the arts, positive character values and social skills that will empower the child to be successful.

3. The corporation shall engage in providing excellent quality education for children that will develop their character and enhance their abilities to learn for ages 6 weeks to 12 years.
4. To provide adult literacy and financial literacy courses for parents and residents in the community and to develop and extend educational and social services that will strengthen and support families.
5. To be a training and mentoring organization for employees and residents that desire to pursue entrepreneurship in owning and operating business or a child care center in Duval County, Florida.

ARTICLE IV- DURATION

The term of duration of the Corporation shall be perpetual.

ARTICLE V- LIMITATIONS, AND DISSOLUTIONS

Section 5.1 Limitations. No part of the net earnings of the Corporation shall inure to the benefit of or distributable to its members, directors, officers or other private persons except but that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments distributions in furtherance of the purposes set forth in Section 5.1 of this Article. No substantial part of the activities of the Corporation shall be the carrying out 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income taxation under Section 501(c)(3) of the Code; or (b) by any organization contributions to which are deductible under Section 170(c) (2) of the Code.

Section 5.2 Dissolution. Upon the dissolution of the Corporation, the Board of Directors shall distribute the assets of the Corporation in accordance with applicable law, and to the extent not inconsistent therewith shall, after paying or making adequate provision for the payment of the liabilities and obligations of the Corporation, and after the return, transfer, or conveyance of assets which are held

by the Corporation under a condition requiring their return, transfer by reason of dissolution, shall distribute all of the assets of the Corporation exclusively for the purposed of the Corporation, to Jesus People Living Word Church, Inc. a not-for-profit corporation having its principal place of business in Duval County, Florida and is exempt from federal income taxation under Section 501c(3) of the Code.

ARTICLE VI- POWERS

Subject to the restrictions and limitations set forth in Article 5, the Corporation shall have and may exercise all powers, rights and authorities as are not or may hereafter be granted to corporations not for profit under the laws the State of Florida, including but not limited to the power, right and authority to elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation; to make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other property, franchises or income; to conduct its affairs, carry on its operations, and have offices and exercise its powers in any state, territory, district or possession of the United States or any foreign country; to purchase take, receive, lease take by gift, devise or bequest or otherwise acquire, own hold improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated; or acquired, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses and other rights or interest there under or therein; to sell, convey, mortgage, grant security interest in, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets; to purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lends, pledge or otherwise dispose of an otherwise use and deal in and with, shares and other interests, in or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality, oar of any instrumentality thereof; to lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loans or invested; to make donations for the public welfare or for charitable, scientific, educational or other similar purposes; and to exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized, including the power to make guaranties when deemed by the board of directors to be in furtherance of such purpose or purposes. To solicit grant funds from governmental agencies, local and federal, public trust, private foundations and individuals for the furtherance of its purposes expressed in Article 3.

ARTICLE VII- REGISTERED AGENT

The registered agent shall be Rennee Dawson, the President. The registered office is:
5421 West Beaver Street., Jacksonville, FL 32254 the Mailing Address is P. O.
Box 6805, Jacksonville, FL 32236

ARTICLE VIII- INITIAL OFFICERS

1. The offices held and the directors serving under the Articles of Incorporation will be:
 - a. Rennee Dawson – President
11249 Caboose Ct.
Jacksonville, FL 32257
 - b. Alan B. Dawson – Vice President
11249 Caboose Court
Jacksonville, FL 32257
 - c. Dawn Parsons – Secretary/Treasurer
854 Ontario Ct
Jacksonville, FL 32254

ARTICLE IX- BOARD OF DIRECTORS & ADVISORS

Section 8.1 **Board of Directors:** . All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the **Board of Directors (the Board)** except as otherwise provided by law or in these articles or the Bylaws of the Corporation.

Section 8.2 **Number and Election.** This Corporation shall have no less than three (3) and no more than nine (9) Directors as may be determined from time to time. Initially, the Corporation shall have three Officers/Directors.

Section 8.3 **Directors.** The name and addresses of each person who is to serve as a Director until death, resignation or removal, or the election or appointment and qualification of the successor, is as stated in Article 7 above. The election of the Directors shall be for a term of one (1) to three (3) years with terms being staggered with three serving for one year, three serving for two years and three

serving for three year terms. The method of the election of directors shall be stipulated in the Bylaws.

Section 8.4 Board of Advisors. A Board of Advisors shall be appointed by the President and approved by the Board to provide information, professional services, consultation, research, in the formation and development of the corporation as follows:

- a. The Board shall consist of 7 members from the following service industries or professions:
 - i. Experienced childcare teachers and directors to provide guidance and direction on the setup and curriculum requirements for the Childcare Center.
 - ii. Professional services including accountants, lawyers, grant writers, computer technicians and real estate professionals.
 - iii. Facilities maintenance engineers, contractors, carpenter or electricians.
- b. The primary function of this Board of Advisors shall be to advise the Board of Directors in the start up operations and expansion of Families 1st Learning Center, Inc. in keeping with its vision and mission. The establishing of the Adult Literacy services and program implementation, identifying grants and philanthropic sources of funding for the organizational purposes stated in Article 3.

ARTICLE X – MEMBERSHIP

Section 9.1 Nonstock Basis. The Corporation is organized upon a nonstock basis and shall not issue shares of stock. Membership may be evidenced by a certificate of membership.

Section 9.2 Members The members of the Corporation shall be those persons who from time to time constitute the Board of Advisors.

Section 9.3 No Voting Rights. Members of the Corporation, as such, shall have no voting rights.

ARTICLE XI – INDEMNIFICATION

Subject to the Bylaws, the Board of Directors is hereby specifically authorized to make provisions for indemnification of Directors, officers, employees and agents to the full extent permitted by law.

ARTICLE XII- BYLAWS

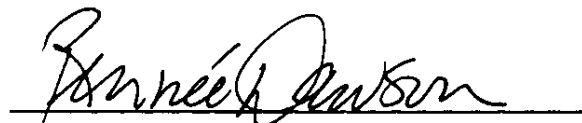
Bylaws, not inconsistent with law of these Articles, or the administration of the affairs of the Corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended and repealed only by the approval of two-thirds (2/3) of the members of the Board of Trustees of the Corporation.


ARTICLE XIII – AMENDMENTS

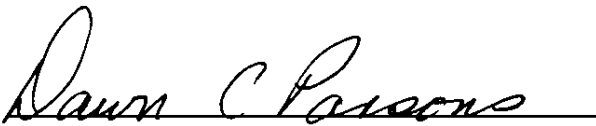
These Articles of Incorporation may be amended only by the approval of two-thirds (2/3) of the members of the Board of Directors of the Corporation.

ARTICLE XIV - INCORPORATORS

The name and street addresses of the incorporators of the Corporation are:


Rennee Dawson – President
11249 Caboose Court
Jacksonville, FL 32257


Alan B. Dawson – Vice-President
11249 Caboose Court
Jacksonville, FL 32257


Dawn C. Parsons, Secretary/Treasurer
854 Ontario St.
Jacksonville, FL 32254

The above names incorporators executed these articles of Incorporation on this

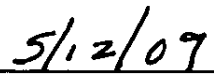
12th day, of April, 2009

REGISTERED AGENT ACCEPTANCE


Having been named as registered agent to accept service of process for Families 1st Learning Center, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



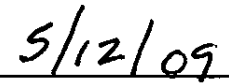
Signature/Registered Agent



Date



Signature/Incorporator



Date