

N090000006778

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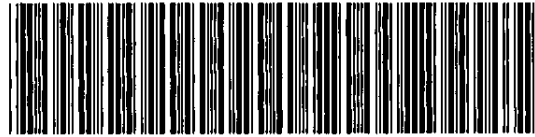
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*Name Change
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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10 JAN 25 PM 12:48

RECEIVED

DEPT. OF REVENUE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 JAN 25 PM 12:53

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*ADP
1/25/10*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Empowering Young Achievers, Inc

DOCUMENT NUMBER: N09000006778

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

Please return all correspondence concerning this matter to the following:

Angela Holmes-Robinson

(Name of Contact Person)

Epitome of Excellence, Inc

(Firm/ Company)

11745 Torrey Pine Circle South

(Address)

Jacksonville, FL 32218

(City/ State and Zip Code)

epitomeofex@comcast.net

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

For further information concerning this matter, please call:

Angela Holmes-Robinson

(Name of Contact Person)

at (904) 616-9373

(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

10 JAN 25 PM 12:53

Empowering Young Achievers, Inc

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

N09000006778

(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:

Epitome of Excellence, 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)

11745 Torrey Pine Circle South

Jacksonville, FL 32218

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

P.O. Box 28163

Jacksonville, FL 32226

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

(Attach additional sheets, if necessary)

Page 2 of 3

The date of each amendment(s) adoption: 11/17/09
(date of adoption is required)

Effective date if applicable: 11/17/09
(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 01/18/10

Signature Angela Holmes-Robinson
(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)

Angela Holmes-Robinson
(Typed or printed name of person signing)

President
(Title of person signing)

Articles of Amendment

Articles of Incorporation of EPITOME OF EXCELLENCE, INC. A Florida Not for Profit Corporation

ARTICLE I – NAME/REGISTERED OFFICE

The name of the Organization is Epitome of Excellence. The corporation's registered office is located at 11745 Torrey Pine Circle South in the City of Jacksonville, Florida in Duval County.

ARTICLE II - PURPOSE

This corporation is organized exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall:

- ❖ Empower young people to reach their potential by providing comprehensive youth development services in a diverse and caring environment;
- ❖ Provide services contributing to the economic and educational preparation of youth which includes those raised in foster care;
- ❖ Fosters a caring and creative environment;
- ❖ Emphasize the social, emotional, physical, intellectual development of each child;
- ❖ Create opportunities for youth to live safe, healthy, and fulfilling lives and have a responsible and productive future;
- ❖ To dramatically increase the academic achievements, self-esteem and life opportunities of youth living in underserved communities by increasing their mastery of the basic skills of reading, writing and arithmetic;
- ❖ Raise children's academic expectations and self-esteem; and
- ❖ Develop effective mentoring relationships between children and positive adult role models.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III – LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members!!], or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV - OFFICERS

The officers of the organization shall be Board Members and shall be elected annually by the Board of Directors at the annual meeting and shall serve until their successors are elected.

Duties of Officers – The officers shall perform the following duties as well as other duties given by the Board of Directors.

1. **President** - The President is responsible for ensuring that the Board of Directors and its members are aware of and fulfill their governance responsibilities; comply with applicable laws and bylaws; conduct board business effectively and efficiently; are accountable for their performance; presides over meetings, proposes policies and practices, sits on various committees, monitors the performance of Directors and Officers, submits various reports to the board, to funders, and to other "stakeholders"; proposes the creation of committees; appoints members to such committees; and performs other duties as the need arises and/or as defined in the bylaws.
2. **Vice-President** - Attend all board meetings; Serve on the executive committee; Carry out special assignments as requested by the board chair; Understand the responsibilities of the board chair and be able to perform these duties in the chair's absence; Participate as a vital part of the board leadership.
3. **Treasurer** - The Treasurer shall keep accurate financial records for the corporation; deposit money, drafts, and checks in the name of and to the credit of the corporation in the banks and depositories designated by the board; endorse for deposit notes, checks, and drafts received by the corporation as ordered by the board, making proper vouchers for the deposit; disburse corporate funds and issue drafts in the name of the corporation as ordered by the board; upon request, provide the president and the board an account of transactions by the treasurer and of the financial condition of the corporation; and, perform other duties prescribed by the board of by the president.
4. **Secretary** – The Secretary is responsible for ensuring that accurate and sufficient documentation exists to meet legal requirements, and to enable authorized persons to determine when, how, and by whom the board's business was conducted. In order to fulfill these responsibilities, and subject to the organization's bylaws, the Secretary records minutes of meetings, ensures their accuracy, and availability, proposes policies and practices, submits various reports to the board, maintains membership records, fulfills any other requirements of a Director and Officer, and performs other duties as the need arises and/or as defined in the bylaws. Other Officers – Other officers may be appointed by the President and shall perform such duties and responsibilities as prescribed by the President, with the approval of the board.

The names of the initial Officers of the Corporation, who are appointed by the Directors to serve until the first election of Officers under these Articles, are:

President	Angela Holmes-Robinson
Vice-President	Phyllis Jackson
Secretary	Tonie Mitchell

ARTICLE V - BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The first members of the board shall be the persons subscribing to these Articles of Incorporation. The number of Directors of the Organization may vary from time to time as provided in the Bylaws, but no time shall there be less than three (3) or more than ten(10). Each Director shall hold office until he/she resigns or become unqualified or until his/her successor have been elected and qualified.

Section1 – MEETINGS: The Board shall meet bi-annually, at an agreed upon time and place.

Section2 – VACANCIES: When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a 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.

Section3 – RESIGNATION: Resignation from the Board must be in writing and received by the President.

Section4 - SPECIAL MEETINGS: Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance.

ARTICLE VI - COMMITTEES

The Board of Directors, by resolution adopted by a majority of the Directors, may designate one or more committees, each or which may consist of one or more Directors, to the extent in said resolution and not restricted by law, shall have and exercise the authority and act on behalf of the Board of Directors in the management of the Organization; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him by law.

ARTICLE VII - MEETINGS OF MEMBERS

Section1 - ANNUAL MEETING: The date of the regular annual meeting shall be set by the Board of Directors who shall also set the time and place.

Section2 - SPECIAL MEETINGS: Special meetings may be called by the Chairperson, the Executive Committee, or a simple majority of the Board of Directors. A petition signed by ten percent of the voting members may call a special meeting.

Section3 - NOTICE: Notice of each meeting shall be given to each voting member, by mail, not less than two weeks before the meeting.

ARTICLE VIII - DIRECTOR AND STAFF

Executive Director. The Executive Director is hired by the Board. The Executive Director has day-to-day responsibility for the Organization including carrying out the Organization's goals and Board policy. The Executive Director will attend all Board meetings, report on the progress of the Organization, answer questions of Board members and carry out the duties described in the job description. The Board can designate other duties as necessary.

ARTICLE IX - AMENDMENTS

The Board of Directors shall have the authority to amend, repeal, or adopt new Bylaws by the affirmative vote of two-thirds of the Directors, provided that all Directors receive proper notice of the proposed amendments before such action takes place.

ARTICLE X – DISSOLUTION

Upon the dissolution of this organization, its remaining assets after payment, or provision for payment, of all debts and liabilities of the organization, shall be distributed to a charitable, non-profit organization, foundation or corporation which qualifies under section 501(c)3 of the Internal Revenue Code.

ARTICLE XI – FISCAL YEAR

The fiscal year of the organization shall be from November 1st to October 31st.

ARTICLE XII – REGISTERED AGENT

The name and address of the registered agent and office is:

Angela Holmes-Robinson
11745 Torrey Pine Circle South
Jacksonville, FL 32218

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete perform of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Angela Robinson
Signature

1/21/10
Date

ARTICLE XIII - INITIAL INCORPORATORS

Angela Robinson
Angela Holmes-Robinson
11745 Torrey Pine Circle South
Jacksonville, FL 32218

Person known by
FDL 5252-675-58-9600

1/21/10
Date

Phyllis Jackson
Phyllis Jackson
11439 Manatee Drive
Jacksonville, FL 32218

Person known by
FDLRK2-008-69-4870

1/21/10
Date

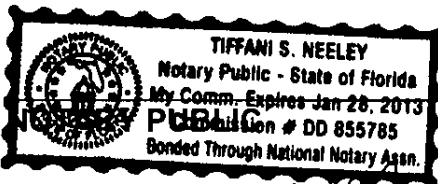
Tonie Mitchell
Tonie Mitchell
3329 Debussy Road
Jacksonville, FL 32277

Person known by
FDL 324-821-74-8610

1/21/10
Date

Before me, this day, an officer authorized by law to take acknowledgments, personally appeared Angela Holmes-Robinson, Phyllis Jackson and Tonie Mitchell to me known as the persons who are the initial incorporators of the foregoing Articles of Incorporation of Epitome of Excellence, Inc., who being by me first duly sworn, acknowledge that they signed the same for the uses and purposes therein stated.

WITNESS my hand and seal at Jacksonville, Duval County, Florida on this 21 day of January, 2009.



[Signature]