

08/01/2012 10:18 FAX

Division of Corporations

001/007

Page 1 of 1

NO900008002

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000142202 3)))



H120001422023ABCO

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : CARLTON FIELDS
Account Number : 076077000355
Phone : (813)223-7000
Fax Number : (813)229-4133

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: keithbrian@yahoo.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
VICTORY TROT EQUESTRIAN CENTER, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

2012 JUN - 1 P 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Electronic Filing Menu Corporate Filing Menu

Help

Notarized
T. JEMIEUX

JUN 01 2012



May 31, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations
VICTORY TROT EQUESTRIAN CENTER, INC.
3250 BRADY DRIVE
DUNEDIN, FL 34698

SUBJECT: VICTORY TROT EQUESTRIAN CENTER, INC.
REF: N09000008002

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 2011 corporate annual report form. To reinstate, the corporation must submit a completed reinstatement application or annual report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$297.50. Add an additional \$8.75 for each certificate of status requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

FAX Aud. #: H12000142202
Letter Number: 312A00015616

RECEIVED
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2012 JUN -1 AM 8:03
NOT RETURNED
TO AGENCY OF ORIGIN
SUFFICIENCY OF FILING

P.O BOX 6327 - Tallahassee, Florida 32314

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
VICTORY TROT EQUESTRIAN CENTER, INC.**

Doc #: N09000008002

These Amended and Restated Articles of Incorporation of Victory Trot Equestrian Center, Inc., a Florida not for profit corporation (the "Corporation"), dated as of May 30, 2012, are being duly executed and filed by Keith Philipson, its president, to amend and restate the Corporation's original articles of incorporation, which were filed on August 14, 2009. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I

Name

The name of this Corporation shall be: Victory Education Services, Inc. The principal address of this Corporation shall be: 640 Spring Lake Circle, Tarpon Springs, FL 34688.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for educational and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, including, but not limited to:

- (a) Improving and developing the education, interpersonal life skills, and abilities of young people with learning differences to help them succeed in an educational environment, to prepare them for employment, and to create a path to graduation;
- (b) providing encouragement, educational assistance, customized learning, and individualized tutoring to young people and adults with learning challenges;

FILED
2012 JUN -1 P 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (c) improving and developing the emotional well-being, social skills and physical abilities of physically and mentally disabled children and adults;
- (d) providing therapeutic horse riding programs for physically and mentally disabled children and adults;
- (e) providing a healthy, constructive environment for physically and mentally disabled children and adults to develop emotionally and physically; and
- (f) provide quality skill-specific training to veterans and other motivated individuals seeking an opportunity to advance their careers.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE IV

Members

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE V

Registered Office and Agent

The street address of the registered office of the Corporation is 640 Spring Lake Circle, Tarpon Springs, FL 34688, and the name of its registered agent at such address is Keith B. Philipson.

ARTICLE VI

Directors

The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors.

ARTICLE VII

Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE VIII
Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE IX
Dissolution

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

ARTICLE X
Limitations

Section 1. Legislative and Political Activity. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.


Section 2. Property. The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of Victory Trot Equestrian Center, Inc. (1) were approved by the directors on April 17th, 2012, because the Corporation has no members, and (2) the number of votes cast by the directors for such amendments was sufficient for approval.

Dated this 30th day of May, 2012.

Victory Trot Equestrian Center, Inc.

By: 
Name: Keith Philipson
Title: President

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 30th day of May 2012.

Registered Agent


Keith Philipson