

N 09000010048

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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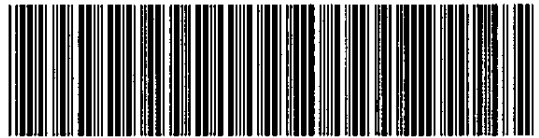
(Business Entity Name)

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10 JUN -8 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amr 2007
6/10/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The CAE Foundation, Inc.

DOCUMENT NUMBER: N09000010048

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

Please return all correspondence concerning this matter to the following:

Timothy B. Kilpatrick, Sr.

Name of Contact Person

The CAE Foundation, Inc.

Firm/ Company

6152 Delancey Station Street, Suite 105

Address

Riverview, FL 33578

City/ State and Zip Code

tkilpatrick@thecae.org

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

For further information concerning this matter, please call:

Timothy Kilpatrick

Name of Contact Person

at (813)

689-6360

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 17, 2010

TIMOTHY KILPATRICK, SR.
6152 DELANCEY STATION ST., STE 105
RIVERVIEW, FL 33578

SUBJECT: THE CAE FOUNDATION, INC.
Ref. Number: N09000010048

We have received your document for THE CAE FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 710A00012321

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00167
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671



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 26, 2010

TIMOTHY KILPATRICK, SR.
6152 DELANCEY STATION ST., STE 105
RIVERVIEW, FL 33578

SUBJECT: THE CAE FOUNDATION, INC.
Ref. Number: N09000010048

We have received your document for THE CAE FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 710A00012321

Articles of Amendment
to
Articles of Incorporation
of

The CAE Foundation, Inc.

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

N09000010048

(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:

N/A

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

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

FILED

10 JUN - 8 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

(attach additional sheets, if necessary). (Be specific)

See attached amended Articles of Incorporation.

[illegible]

The date of each amendment(s) adoption: May 1, 2010

(date of adoption is required)

Effective date if applicable: May 1, 2010

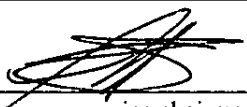
(no more than 90 days after amendment file date)

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 6, 2010

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)

Timothy B. Kilpatrick, Sr.

(Typed or printed name of person signing)

Board Chairman

(Title of person signing)

Amended
ARTICLES OF INCORPORATION
IN Compliance with Chapter 617, F.S., (Not for Profit)

OF

THE CAE FOUNDATION, INC.

adopted October 12, 2009
amended May 1, 2010

ARTICLE I. - NAME

The name of the Corporation is:

The CAE Foundation, Inc.

ARTICLE II. - PRINCIPAL OFFICE

The initial registered office of the Corporation shall be at 6152 Delancey Station Street, Suite 105, Riverview, FL 33578. The initial registered agent of the Corporation at such address shall be The Committee for Academic Excellence, Inc. The mailing address of the initial principal office of the Corporation is 6152 Delancey Station Street, Suite 105, Riverview, FL 33578.

ARTICLE III. - PURPOSE

The Corporation is organized and shall be operated exclusively for charitable and educational purposes and may engage in any lawful activities in furtherance of such charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code. The purpose or purposes for which the corporation is formed are as follows:

- (1) To obtain, manage and administer charitable funds and grants to be used for the purpose of furthering education, technical assistance and professional development programs including community programs that enrich education and training opportunities for disadvantaged persons;
- (2) To subcontract for and employ persons, firms or corporations to assist in the delivery of services;

(3) To own, maintain and improve, and to buy, sell, convey, assign, mortgage, lease (as Landlord or Tenant) or otherwise grant or acquire interests in any real or personal property for the purpose of providing benefit to the community and in furtherance of any of the purposes of the Foundation.

(4) To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its purpose; to secure the same by mortgage, pledge or other lien;

(5) To enforce the provisions of these Articles of Incorporation and such Rules and Regulations of the Foundation as may hereafter be adopted;

(6) To do anything required of or permitted to the Foundation as administrator of grant funds;

(9) In general, to enter into any kind of activity; to make and perform any contract and to exercise all powers necessary, incidental or convenient to the administration of said Foundation and to the accomplishment of any of the purposes thereof.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on (a) by a charitable organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or (b) by a charitable organization contributions to which are deductible under section 170 (c) (2) of the Internal

Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue Law.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

No substantial part of the activities of the corporation shall be the carrying on 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 or in opposition to any candidate for public office.

Upon dissolution or winding down of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE IV. - MANNER OF ELECTION

A Director may be elected or appointed by a vote of fifty-one (51%) or more of the Officers; however, an amendment changing the qualifications or the voting rights of the Board of Directors shall require the unanimous consent of all

members.

The liability of a Director or Officer of the Corporation to the Corporation or its members for monetary damages for breach of duty of care or other duty as a director shall be limited to the fullest extent permitted under the Florida Nonprofit Corporation Code, as amended ("Code"); including, but not limited to, the provisions of Chapter 617 of the Code, as amended. however, this provision shall not eliminate or limit the liability of a director or officer for any of the following:

- A. A breach of the director's or officer's duty of loyalty to the corporation or its members;
- B. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
- C. A violation of 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code
- D. A transaction from which the director or officer derived an improper personal benefit; and
- E. An act or omission that is grossly negligent.

ARTICLE V. - INITIAL DIRECTORS AND/OR OFFICERS

The names, titles and addresses of the Officers are as follows:

Timothy B. Kilpatrick, Sr.
Chairman
6152 Delancey Station Street, Suite 105
Riverview, FL 33578

Sharon Carlisle

Vice Chairman
6152 Delancey Station Street, Suite 105
Riverview, FL 33578

Sharon Goudeau
Treasurer
6152 Delancey Station Street, Suite 105
Riverview, FL 33578

Colleen Donovan
Secretary
6152 Delancey Station Street, Suite 105
Riverview, FL 33578

ARTICLE VI. - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registration agent is The Committee for Academic Excellence, Inc. 6152 Delancey Station Street, Suite 105, Riverview, FL 33578.

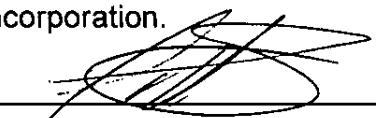
ARTICLE VII. - INCORPORATOR

The name and place of business of the incorporator is as follows:

Timothy B. Kilpatrick, Sr.
The Committee for Academic Excellence, Inc.
6152 Delancey Station Street, Suite 105
Riverview, FL 33578

The Corporation is organized pursuant to the Florida Nonprofit Corporation Code.

Having been named as registered agent to accept service of process for the above stated Corporation 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. IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.



Timothy B. Kilpatrick, Sr., Registered Agent and Incorporator

5/1/10

Date

The CAE Foundation, Inc. / EIN# 27-1269667