

N100000010350

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DIVISION OF CORPORATIONS
13 JAN - 8 AM 11:45

Amended/Restated
CC
@ 1/8/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MAYS PLACEMENT SERVICES INCORPORATED

DOCUMENT NUMBER: N10000010350

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

Please return all correspondence concerning this matter to the following:

RUCHI ATTAL

(Name of Contact Person)

APEX FINANCIAL SOLUTIONS, LLC

(Firm/ Company)

14499 NORTH DALE MABRY HWY., SUITE #185

(Address)

TAMPA, FLORIDA 33618

(City/ State and Zip Code)

RUCHI@APEXCFO.COM

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

For further information concerning this matter, please call:

RUCHI ATTAL

(Name of Contact Person)

at (813) 739-6924

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

November 6, 2012

RUCHI ATTAL
APEX FINANCIAL SOLUTION, LLC
16001 N. FLORIDA AVE.
LUTZ, FL 33549-6128

SUBJECT: MAYS PLACEMENT SERVICES INCORPORATED
Ref. Number: N10000010350

We have received your document for MAYS PLACEMENT SERVICES INCORPORATED and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please accept our apology for failing to mention this in our previous letter.

The signature of an officer other than the registered agent must sign the last page of the amendment. You can either include a certificate with the adoption date and manner of adoption with the amendment or have another officer sign the amendment signature page.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 312A00026953

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2012

RUCHI ATTAL
APEX FINANCIAL SOLUTIONS, LLC
16001 N. FLORIDA AVE.
LUTZ, FL 33549-6128

SUBJECT: MAYS PLACEMENT SERVICES INCORPORATED
Ref. Number: N10000010350

We have received your document for MAYS PLACEMENT SERVICES INCORPORATED and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The current name of the entity is as referenced above. Please correct your document accordingly.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 412A00026044

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION OF
MAYS PLACEMENT SERVICES, INC.**

The undersigned, incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Restated and Amended Articles of Incorporation:

ARTICLE I: NAME

The Name of the Corporation is: MAYS PLACEMENT SERVICES INCORPORATED

ARTICLE II: ADDRESS

The Mailing Address of the Principal Office is: 11705 Boyette Road
Suite 428
Riverview, Florida 33569

The Street Address of the Principal Office is: 11845 Autumn Creek Drive
Riverview, Florida 33569

ARTICLE III: DURATION

This Corporation shall exist perpetually unless terminated sooner according to the laws of the State of Florida.

ARTICLE IV: PURPOSE

The Corporation is organized exclusively for such lawful and charitable, educational or literacy purposes as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law. Within the scope of the foregoing, the Corporation is organized and empowered to accept, hold, invest and disburse for charitable, educational or literacy purposes such funds as may from time to time be given to it by any person, persons or corporations. The purpose of the Corporation also includes the performance of activities related or incidental to the furtherance of the Corporation's stated purpose and permitted under the laws of the United States and the State of Florida.

Specifically, Mays Placement Services, Incorporated will provide employment and training opportunities to people with disabilities that have impediments to employment. The Corporation will identify and provide educational opportunities that will assist in matching individuals with suitable employment.

The Corporation may establish programs to assist in improving the economic, educational and social status of disadvantaged and underprivileged individuals and families by

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creating and promoting opportunities for economic self-sufficiency and financial security. In cases of extreme need, the Corporation may assist individuals and families by offering direct payments to assist those individuals and families by paying rent, utility bills, gas, food, tuition, etc. on their behalf.

The Corporation may conduct educational and other efforts to inform the general public and community about the Corporation and its purposes and programs, and to expand the economic and educational opportunities of such individuals, families and groups.

The Corporation may establish foundations, scholarships or other means of improving the educational opportunities of its targeted groups of disadvantaged or underprivileged individuals or families. An award, scholarship or loan provided by the Corporation may be made as a one-time or recurring event.

ARTICLE V: BOARD OF DIRECTORS

The management of the affairs of the Corporation shall be invested in a board of directors, as defined by the Corporation's Bylaws. No director shall have any right, title, or interest in or to any property of the Corporation. The number of directors constituting the initial board of directors is three (3); their names and addresses are as follows:

Christopher Mays – 11845 Autumn Creek Drive, Riverview, Florida 33569

Susan Spinks – 11845 Autumn Creek Drive, Riverview, Florida 33569

James McDaniel – 1505 Tozier Place, Plant City, Florida 33563

ARTICLE VI: DURATION/DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the organization, assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

ARTICLE VII: EXEMPTION REQUIREMENT

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 organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons,

except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the Purpose clause hereof.

2. No 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.

3. Notwithstanding any provision of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax by Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE VIII: OFFICERS/DIRECTORS

The officer(s) and/or directors of the corporation is/are:

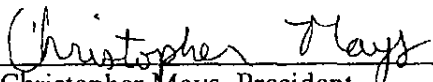
Christopher Mays – President
11845 Autumn Creek Drive
Riverview, Florida 33569

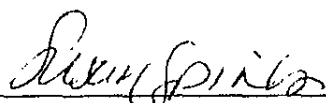
Susan Spinks – Vice President
11845 Autumn Creek Drive
Riverview, Florida 33569

James McDaniel – Treasurer
1505 Tozier Place
Plant City, Florida 33563

ARTICLE IX: ATTESTATION

In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the Corporation under the laws of the State of Florida and certify we executed these Amended and Restated Articles of Incorporation on 10/10/ 2012.


Christopher Mays, President


Susan Spinks, Vice President

ARTICLE XI: REGISTERED AGENT

The name and address of the Registered Agent in Florida for the Corporation is:

Ruchi Attal
16001 North Florida Avenue
Lutz, Florida 33549.

Having been named as Registered Agent and to accept service of process for the above stated 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 performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Ruchi G. Attal
Ruchi Attal, Registered Agent

10/16/12
Date

Executed at Lutz, Florida on the 16th day of October 2012.

Articles of Amendment
to
Articles of Incorporation
of

MAYS PLACEMENT SERVICES INCORPORATED

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

N10000010350

(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**)*

11845 AUTUMN CREEK DRIVE
RIVERVIEW, FLORIDA 33569

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

11705 BOYETTE ROAD
SUITE 428
RIVERVIEW, FLORIDA 33569

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:

RUCHI ATTAL

14499 N. DALE MABRY HWY., SUITE #185

(Florida street address)

New Registered Office Address:

TAMPA

(City)

Florida 33618

(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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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)

Replace "Articles of Incorporation of Mays Placement Services, Incorporated"
in its entirety with "Restated and Amended Articles of Incorporation of
Mays Placement Services, Incorporated".

The date of each amendment(s) adoption: November 1, 2012

Effective date if applicable: November 1, 2012
(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 1/3/13

Signature Christopher J. Mays
(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)

Christopher J. Mays
(Typed or printed name of person signing)

Director / President
(Title of person signing)