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DIVISION OF CORPORATIONS
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Amended/cc
Restated
@ 12/19/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Palo Alto Christian Learning Center, Inc.

DOCUMENT NUMBER: N10000011217

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

Please return all correspondence concerning this matter to the following:

Stacy Wegner
(Name of Contact Person)

Palo Alto Christian Learning Center
(Firm/ Company)

518 S. Tyndall Parkway
(Address)

Panama City FL 32404
(City/ State and Zip Code)

paloaltocare@knology.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stacy Wegner at 850, 747-0703 or
(Name of Contact Person) (Area Code & Daytime Telephone Number)
850-866-8545

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 ☐ \$52.50 Filing Fee & Certificate of Status
(Additional copy is enclosed) (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

AMENDED AND RESTATED ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

WHEREAS Article of Incorporation were initially filed with the State of Florida on December 1, 2010. Pursuant to the provisions of section 617.1006, F.S., this Florida Not For Profit Corporation adopts the following complete amendment and restatement to its Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: PALO ALTO CHRISTIAN LEARNING CENTER, INC.

ARTICLE II PRINCIPAL OFFICE

The principal **street** address and mailing address, if different is:

Street and Mailing Address: 518 South Tyndall Parkway
Panama City, Florida 32404

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The corporation is organized and will be operated exclusively for charitable, religious, educational and/or scientific 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, or corresponding section of any future federal tax code. The corporation may engage in all lawful activities as will support and assist the foregoing undertakings.

Specifically, the corporation is organized to establish and maintain a not for profit Christian center in compliance with the provisions and requirements of Chapter 617, Florida Statutes (not for profit) for the care and support of children.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors shall be elected annually to serve a one year term by a majority of the total number of directors.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

President: Virgil Carr
12431 Country Club Drive
Panama City, FL 32404

Vice President: Kenneth Wilcox
2133 Shamrock Lane
Lynn Haven, FL 32444

Treasurer: Lois Johnson
3116 Sarasota Avenue
Panama City, FL 32405

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ARTICLE VI DISSOLUTION

Upon the dissolution of the corporation, its assets shall be disposed of exclusively for the purposes of the corporation or 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 a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** (P.O. Box **NOT** acceptable) of the registered agent is:

Vernita Darden
732 N. 9th Place
Panama City, FL 32404

ARTICLE VIII INCORPORATOR

The **name and address** of the Incorporator is:

Virgil Carr
12431 Country Club Drive
Panama City, FL 32404

ADOPTION OF AMENDMENT (CHECK ONE)

- ☐ The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

EFFECTIVE DATE OF AMENDMENT:

This document will become effective when the document is filed by the Secretary of State.

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.



Vernita Darden/Registered Agent

Dec 15th 2011

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Virgil Carr/Incorporator

15 Dec 2011

Date