

N11000001646

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TALLAHASSEE, FLORIDA

Amend
Tlewis
3-15-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Focus Minds, Inc.

DOCUMENT NUMBER: N11000001646

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

Please return all correspondence concerning this matter to the following:

Zenobia Muskelly
(Name of Contact Person)

Focus Minds Inc.
(Firm/ Company)

12879 SW 31st Ct,
(Address)

Miramar, FL 33027
(City/ State and Zip Code)

zode33@yahoo.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna Forbes at (678) 973-5490
(Name of Contact Person) (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 checked="" 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

Articles of Amendment
to
Articles of Incorporation
of

Focus Minds, Inc.

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

n11000001646

(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)

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

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:

See Attached

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

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TALLAHASSEE, FLORIDA

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>Sec</u>	<u>Kenasia Muskelly</u>	<u>12879 SW 31st Ct.</u> <u>Miramar, FL 33027</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>Sec</u>	<u>Katrina Knowles</u>	<u>9540 W. Daffodil Lane</u> <u>Miramar, FL 33025</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VP</u>	<u>Zenobia Muskelly</u>	<u>12879 SW 31st Ct.</u> <u>Miramar, FL 33027</u>	<input checked="" 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)

Amending Articles III, IV, V, VI, VII and adding Articles VIII thru XI. Please see Attached

Corrected Articles of Incorporation.

AMENDED
**ARTICLES OF INCORPORATION
OF**

**Focus Minds Inc.
A Not-For Profit Corporation**

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a Non-For Profit Corporation entity adopts the following articles of incorporation.

ARTICLE I -NAME

The name of this corporation shall be Focus Minds Inc.

ARTICLE II -PRINCIPAL OFFICE

12289 Pembroke Road, #96, Pembroke Pines, Florida 33025

ARTICLE III - PURPOSE

This corporation is organized exclusively for charitable, and educational purposes specifically to promote literacy to all children, teaching young children to read and develop language skills. To this end, the corporation shall at all times be operated exclusively for 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 qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV -DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V - EXEMPTION REQUIREMENTS

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

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of , or be distributable to any member, trustees, officers of the corporation or other private persons, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
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.


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 or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the internal revenue Code, or the corresponding section of any future federal tax code.

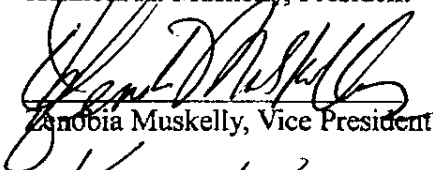
ARTICLE VI – MEMBERSHIP

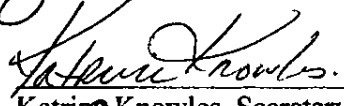
The corporation shall have no members.


ARTICLE VII - BOARD OF DIRECTORS

We are the persons whose names are subscribed below. Collectively are all of the Board of Directors of Focus Minds Inc., and we have executed these Articles of Incorporation. The number of Directors constituting the first Board of Directors is 4 (Four), their names and addresses being as follows:


Kenneth H. Muskelly, President 12879 S.W 31st Ct, Miramar FL 33027


Zandobia Muskelly, Vice President 12879 S.W 31st Ct, Miramar FL 33027


Katrina Knowles, Secretary 9540 W. Daffodil Lane, Miramar, FL 33025


Sandra D. Edwards, Treasurer 9540 W. Daffodil Lane, Miramar FL 33025

The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VIII - PERSONAL LIABILITY

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX - DISSOLUTION

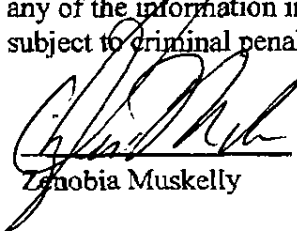
Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or local government, for a public purpose. Any such assets not disposed of shall be disposed by the court of Common Pleas of the county in which the principal office of the organization 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 X - INCORPORATOR(S)

The Incorporator(s) of this corporation is(are):

Zenobia Muskelly 12879 SW 31st Ct Miramar, FL 33027

The undersigned incorporator(s) certify(ies) both that she/he/they execute(s) these Articles for the purposes herein stated, and that by such execution, she/he/they affirm(s) the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she/he/they is/are subject to criminal penalties for perjury.

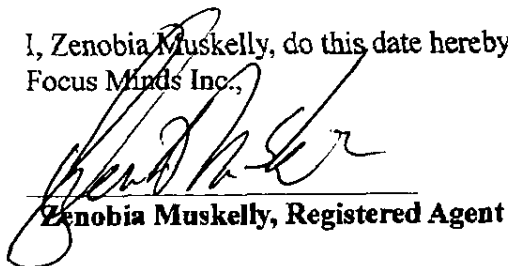

Zenobia Muskelly

3/2/11
Date

ARTICLE XI – REGISTERED AGENT : The name and address of the registered agent at the office in Florida is:

Zenobia Muskelly
12879 SW 31st Ct
Miramar, FL 33027

I, Zenobia Muskelly, do this date hereby voluntarily accept and agree to serve as Registered Agent for Focus Minds Inc.,


Zenobia Muskelly, Registered Agent

3/2/11
Date

The date of each amendment(s) adoption: March 4, 2011

(date of adoption is required)

Effective date if applicable: _____

(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 3/8/11

Signature of Zenobia Muskelly

(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)

Zenobia Muskelly

(Typed or printed name of person signing)

Vice President

(Title of person signing)