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TALLAHASSEE FLORIDA

*Amend
Tlew's
7-6-11*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GREATER MINDS INC

DOCUMENT NUMBER: N11000002370

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

Please return all correspondence concerning this matter to the following:

SHERI SMITH

(Name of Contact Person)

GREATER MINDS INC

(Firm/ Company)

3801 NW 39TH STREET

(Address)

LAUDERDALE LAKES, FL 33309

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

SHERI SMITH

(Name of Contact Person)

at (954) 598-5221

(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

June 27, 2011

SHERI SMITH
GREATER MINDS INC.
3801 NW 39TH STREET
LAUDERDALE LAKES, FL 33309

SUBJECT: GREATER MINDS INC.
Ref. Number: N11000002370

We have received your document for GREATER MINDS INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by an officer.

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) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 711A00015429

RECEIVED
11 JUL -6 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

GREATER MINDS INC.

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

N11000002370

(Document Number of Corporation (if known))

FILED
11 JUL -6 PM 12: 02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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)

_____, Florida
(City) (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)

| <u>Title</u> | <u>Name</u> | <u>Address</u> | <u>Type of Action</u> |
|--------------|-------------|----------------|---------------------------------|
| _____ | N/A | _____ | <input type="checkbox"/> Add |
| | | _____ | <input type="checkbox"/> Remove |
| | | _____ | |
| _____ | _____ | _____ | <input type="checkbox"/> Add |
| | | _____ | <input type="checkbox"/> Remove |
| | | _____ | |
| _____ | _____ | _____ | <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)

ARTICLE III: Remove entire language.

ARTICLE III: Add - See Attachment I - New Article III.

ARTICLE IV: Remove entire language.

ARTICLE IV: Add - See Attachment II - New Article IV.

ARTICLE VII: Remove entire language.

ARTICLE VII: Add - See Attachment III - New language

ARTICLE IX: Add - See Attachment IV - New

ARTICLE X: Add - See Attachment V - New

ARTICLE XI - Add - See Attachment VI - New

ARTICLE XII - Add - See Attachment VII - New

ARTICLE XIII - Add - See Attachment VIII - New

ATTACHMENT I

ARTICLE III

PURPOSE

The primary purpose of this organization is to provide health prevention educational training, counseling and mentoring, employment skills training and job placement, self-esteem education and family support and career planning activities to youth and young adults in underserved communities in Broward County, Florida. Our training programs will be geared to address public safety, health care issues and to provide academic tutorial opportunities for this target population. The Corporation's target goal will be to reach the general population.

ATTACHMENT II

ARTICLE IV

RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in, any political campaign or candidacy for public office.

ATTACHMENT III

ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors shall consist of five (5) persons. The number may be increased or decreased from time to time by an amendment to the Corporation By-Laws. However, there shall never be less than three (3) persons on the Board of Directors. All members of the Board of Directors shall be selected as provided for in the Corporation By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict of Interest guidelines established by the corporation and noted in the By-laws.

The Board of Directors consists of:

Sheri Smith – President
3801 NW 39TH STREET
LAUDERDALE LAKES, FL 33309

Desiree Paynter – Vice President
3801 NW 39TH STREET
LAUDERDALE LAKES, FL 33309

Brandon Smith – Secretary
3801 NW 39TH STREET
LAUDERDALE LAKES, FL 33309

ATTACHMENT IV

ARTICLE IX

MEMBERSHIP

The Corporation shall be non-membership

ATTACHMENT V

ARTICLE X

OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, Public Relations Officer, Marketing Representative and such other officers as may be provided by the By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict of Interest guidelines established by the corporation and noted in the By-Laws.

ATTACHMENT VI

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present, provided that notice of the intent to submit amendments shall have been given as provided by the By-Laws.

ATTACHMENT VII

ARTICLE XII

DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of the Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon dissolution or winding up of the Corporation its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ATTACHMENT VIII

ARTICLE XIII

CONFLICT OF INTEREST

1. No member of the Board of Directors shall derive any personal profit or gain for themselves, their relatives or friends, directly or indirectly by reason of his or her participation within the corporation, except by agreed to by three quarters of the board vote.
2. Each member must disclose any personal interest that he or she may have in any matter pending before the board and shall refrain from any discussion on that matter. A conflicting board member will not be counted in quorum in matters where there is a conflict of interest.
3. Each board member must submit an annual statement must agree to these general principles and disclose any potential conflict.

The date of each amendment(s) adoption: June 1, 2011

Effective date if applicable: June 1, 2011 *(date of adoption is required)*

(no more than 90 days after amendment file date)

Adoption of Amendment(s)

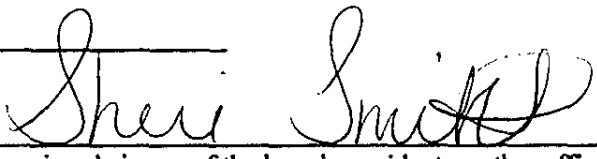
(CHECK ONE)

☒ 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 June 10, 2011

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)

SHERI SMITH

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)