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**Division of Corporations**  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**  
**OUR PRIDE ACADEMY, INC.**

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June 22, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

OUR PRIDE ACADEMY, INC.  
2121 PONCE DE LEON BLVD.  
SUITE 240  
CORAL GABLES, FL 33134

SUBJECT: OUR PRIDE ACADEMY, INC.  
REF: N11000004393

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please remove the initials OPA from the name of the corporation in paragraph 1.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey  
Regulatory Specialist II

FAX Aud. #: H11000165109  
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P.O BOX 6327 - Tallahassee, Florida 32314

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**AMENDMENT TO ARTICLES OF INCORPORATION**

2011 JUN 22 PM 4:13

**OF**  
**OUR PRIDE ACADEMY, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OUR PRIDE ACADEMY, INC.**, A Florida non-profit corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on May 2<sup>nd</sup>, 2011, under Charter Number N11000004393, has decided to change the Articles of Incorporation thereof as follow:

**Article I**  
**Name**

The name of the corporation is: **OUR PRIDE ACADEMY, INC.**

**ARTICLE II**  
**Address**

The principal place of business address:  
11025 SW 84 Street, Cottage 8  
Miami, Florida 33173, or as the Board of Directors may designate in the future.

The mailing address of the corporation is:  
2121 Ponce de Leon Blvd., Suite 240  
Coral Gables, Florida 33134

**ARTICLE III**  
**Duration and commencement of existence**

The corporation shall have perpetual existence, commencing on May 2<sup>nd</sup>, 2011 the filing of the Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE IV**  
**Purpose**

The Corporation is organized and shall be operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Within the scope of the foregoing, the Corporation is specifically organized to:

- a) provide meaningful & innovative programs in academics, athletics, & the arts to individuals with developmental disabilities that will empower them to live productive & fulfilling lives at a reasonable cost.
- b) conduct programs outside of the school to enhance the lives of individuals with developmental disabilities.
- c) publish books and materials to promote the principal goals of the school as outlined above.

school will be considered a voting member.

**ARTICLE VI**  
**Directors**

All corporate powers shall be exercised by or under the authority of, and the affairs of the

- d) promote, support, and engaged in other activities carried on for educational purposes.
- e) receive and maintain personal or real property, or both; and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income there from and the principal thereof exclusively for educational, charitable, literary, or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.
- f) receive assistance, money (as dues or otherwise), or real or personal property and any other form of contributions, gift, bequest, or devise from any person, firm, partnership, or corporation, to be utilized in the furtherance of the objects and purposes of the Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of directors as required by the bylaws.
- g) distribute, in the manner, form, and method, and by the means determined by the Board of Directors of the Corporation, any and all forms of contributions or other funds received by it in carrying out charitable and educational programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in furtherance of these objects and purposes here and shall continue to be impressed with a trust for such purposes.
- h) invest and reinvest surplus funds in such securities and properties as the Board of directors may from time to time determine.
- i) purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, loan, or otherwise dispose of and deal in any bonds, securities, evidences of indebtedness, or otherwise dispose of and deal in any bonds, securities, evidences of indebtedness, or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers, and privileges of ownership.
- j) contract and be contracted with, and to sue and be sued.
- k) adopt and use a corporation seal.
- l) do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges, and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Section 501(c)(3) of the Internal Revenue Code and to the other limitations provided in these Articles of Incorporation.

**ARTICLE V**  
**Membership**

The Corporation shall have members. The Corporation members shall have the right to one vote per family at the annual meeting to elect the slate of officers of the Board of Directors as presented by the Nominating Committee. One individual family member with an individual

No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to the extent otherwise permissible under applicable federal tax law; and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code.

**ARTICLE IX**  
**Disposition of Assets**

In the event of the dissolution of the Corporation pursuant to the Florida Statutes, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by transferring such assets to such organizations which are exempt under Section 501(c)(3) of the Code as are engaged in activities of the type described in Article IV above, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

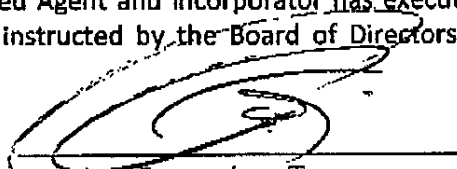
**ARTICLE X**  
**Amendments to BYLAWS**

The power to adopt, alter, amend, or repeal the bylaws of the Corporation shall be vested in the directors in accordance with provisions of the bylaws.

**ARTICLE XI**  
**Registered Agent**

The street address of the initial registered office of the corporation is 2121 Ponce de Leon Boulevard, Suite 240, Coral Gables, Florida 33134. The name of the initial registered agent of the corporation at that address, who is authorized to receive service of process, is Francis R. Fernandez.

IN WITNESS WHEREOF, the undersigned registered Agent and incorporator has executed this Amendment to the Articles of Incorporation as instructed by the Board of Directors of the corporation, as of this 16<sup>th</sup> day of May, 2011.

  
Francis R. Fernandez, Treasurer  
2121 Ponce de Leon Blvd., Suite 240  
Coral Gables, Florida 33134

The effective date: May 16, 2011

The amendment was/were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

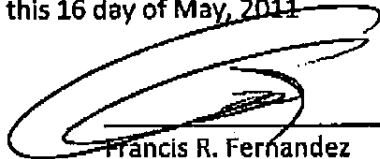
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That OUR PRIDE ACADEMY, INC., desiring to organize under the laws of the State of Florida with initial registered office, as indicated in the Articles of Incorporation and in this Amendment to the Articles of Incorporation, at 2121 Ponce de Leon Blvd., Suite 240 Coral Gables, Florida 33134, has named Francis R. Fernandez as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with provisions of the Florida Not for Profit Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 16 day of May, 2011



Francis R. Fernandez

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