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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR 26 2012

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** JACKSONVILLE JAPANESE SCHOOL, INC.

**DOCUMENT NUMBER:** N11000009343

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

Please return all correspondence concerning this matter to the following:

YOKO LAFFERTY

(Name of Contact Person)

JACKSONVILLE JAPANESE SCHOOL, INC.

(Firm/ Company)

5043 MONROE FOREST DR.

(Address)

JACKSONVILLE, FL 32257

(City/ State and Zip Code)

JAXJAPANESESCHOOL@GMAIL.COM

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

For further information concerning this matter, please call:

YOKO LAFFERTY

(Name of Contact Person)

at ( 904 ) 614-6800

(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 &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

N/A

Jacksonville Japanese School, Inc.

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

N/A

(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:**

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

(Florida street address)

New Registered Office 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)*

*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 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)*

Page1, Article III., Paragraph 2 was amended and the Article VII. was added as stated below.

The purpose of the corporation shall be to teach Japanese language and provide opportunities to learn Japanese culture and customs for Japanese children abroad, children of mixed Japanese heritage and Japanese American children and other children with sufficient Japanese language abilities.

**ARTICLE VII.**

**AMENDMENTS**

1. These Articles of Incorporation may be amended at a special meeting of the board members called for that purpose, by a two-thirds vote of those present.

2. Amendments may also be made at a regular meeting of the board members upon notice given, as provided by the By-Laws, of intention to submit such amendments.

The date of each amendment(s) adoption: MARCH 9, 2012

Effective date if applicable: MARCH 9, 2012

*(no more than 90 days after amendment file date)*

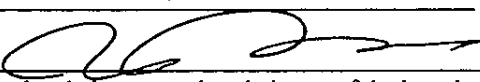
Adoption of Amendment(s)

**(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 MARCH 9, 2012

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)

YOKO LAFFERTY

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**JACKSONVILLE JAPANESE SCHOOL, INC.**  
**A Florida "Not for Profit" Corporation**

We, the undersigned persons of the State of Florida, each being current officers of JACKSONVILLE JAPANESE SCHOOL, INC., a corporation not for profit, hereby adopt the following Articles of Amendment to Articles of Incorporation of JACKSONVILLE JAPANESE SCHOOL, Inc., a corporation not for profit. The Articles of Amendment were adopted by the members and the number of votes cast for the Articles of Amendment was sufficient for approval.

In compliance with the laws of the state of Florida, the undersigned do hereby voluntarily associate for the purpose of forming a corporation not for profit for the purposes and with powers set forth herein.

**ARTICLE I.**  
**CORPORATE NAME AND PRINCIPAL OFFICE**

The name of the Corporation Not for Profit shall be JACKSONVILLE JAPANESE SCHOOL, INC., a Nonprofit Florida Corporation and the principal office and mailing address of the Corporation shall be located at 4522 Summer Haven Boulevard South, Jacksonville, Florida 32258.

**ARTICLE II.**  
**TERM OF EXISTENCE**

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida.

**ARTICLE III.**  
**CORPORATE PURPOSES**

This corporation is organized exclusively for charitable and educational 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 the corresponding section of any future federal tax code.

The purpose of the corporation shall be to teach Japanese language and provide opportunities to learn Japanese culture and customs for Japanese children abroad, children of mixed Japanese heritage and Japanese American children and other children with sufficient Japanese language abilities.

#### **ARTICLE IV.**

#### **EXEMPTION REQUIREMENTS**

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

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
3. Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, 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 V.**

#### **DISSOLUTION**

Upon the dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. Any such assets not so 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 VI.**  
**ELECTION OF CORPORATION DIRECTORS**

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

**ARTICLE VII.**  
**AMENDMENTS**

1. These Articles of Incorporation may be amended at a special meeting of the board members called for that purpose, by a two-thirds vote of those present.
2. Amendments may also be made at a regular meeting of the board members upon notice given, as provided by the By-Laws, of intention to submit such amendments.

**ARTICLE VIII.**  
**INITIAL DIRECTORS AND/OR OFFICERS**

President  
Yoko Lafferty  
5043 Monroe Forest Drive  
Jacksonville, Florida 32257

Vice President  
Mariko Kanekiyo  
13401 Sutter Park Drive South, #714  
Jacksonville, Florida 32224

Treasurer  
Namie Baba  
9945 Margate Hills Road  
Jacksonville, Florida 32256

Secretary  
Shinobu Baldwin

4522 Summer Haven Boulevard South  
Jacksonville, Florida 32258

**ARTICLE V IX.**  
**REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent of the Corporation shall be Shinobu Baldwin. The address of the Registered Agent shall be 4522 Summer Haven Boulevard South, Jacksonville, Florida 32258.

**ARTICLE X.**  
**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:


Yoko Lafferty  
5043 Monroe Forest Drive  
Jacksonville, Florida 32257

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9<sup>th</sup> day of March, 2012

  
Yoko Lafferty

**ACCEPTANCE OF REGISTERED AGENT**

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.

  
Shinobu Baldwin

3 - 9 - 12  
Date