

N110000010370

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Education Foundation For Innovation, Inc.

DOCUMENT NUMBER: N11000010370

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

Please return all correspondence concerning this matter to the following:

Mindy DiFranco

(Name of Contact Person)

Education Foundation For Innovation, Inc.

(Firm/ Company)

2402 W Osborne Ave

(Address)

Tampa, FL 33603

(City/ State and Zip Code)

mdifranco@trinitysfc.com

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

For further information concerning this matter, please call:

Mindy DiFranco

(Name of Contact Person)

at (813) 874-2402 x225

(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

Amended and Restated

1
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 SEP 27 AM 9:26

Articles of Incorporation

EDUCATION FOUNDATION FOR INNOVATION, INC.

ARTICLES OF INCORPORATION

ARTICLE I: NAME AND OFFICE

This Corporation shall be named Education Foundation for Innovation, Inc (hereinafter termed "the Foundation" in these Articles). Its principal office shall be located at 2404 W. Osborne Ave. in Tampa, Hillsborough County, Florida. The Foundation is a separate legal entity from Trinity School for Children.

ARTICLE II: NOT FOR PROFIT CORPORATION

The Foundation is a charitable, Not for Profit Corporation established under the laws of the State of Florida. As a Not for Profit Corporation, it shall not issue stock but rather shall have trustees that will control its activities. Its assets and properties shall be used solely to carry out the mission and purpose of the Foundation. The mission and purpose of the Foundation are as set forth in Article III and IV of these Articles of Incorporation.

ARTICLE III: THE MISSION

The mission of the Foundation is to encourage innovative programming that supports students, their families and the community at large to help support these programs.

ARTICLE IV: PURPOSE

1. The purpose of the Foundation is to raise funds to encourage and support the mission as set forth in Article III of these Articles of Incorporation. The Foundation, acting through its Board of Trustees, will solicit contributions, establish fundraising projects, and use the funds to support its mission. The Foundation may accept voluntary donations from any person or entity. The Foundation will use its funds for reasonable operating expenses, projects, and to develop and support programs that follow the mission.

2. We believe that the mission of this Foundation will create, develop, and maintain programs for children – infants through adolescents – that help further their social, emotional, physical, and cognitive growth through developmentally appropriate practices and programs and appropriate facilities that help support them.

ARTICLE V: BOARD OF TRUSTEES

1. The management, projects, and work of the Foundation shall be directed by the Board of Trustees.

2. The Board of Trustees will consist of up to 7 members who indicate a desire and a commitment to serve as a Trustee of the

Foundation. Each Trustee shall serve a 3 year term. Trustees shall be elected or appointed as set forth by the By Laws of the organization.

3. The Board of Trustees shall exercise supervision over all aspects of the Corporation and make final decisions on any business, fundraising, or any other activities of the Foundation.

4. Regular meetings of the Board of Trustees will be held quarterly. Other specially called meetings can be called by any 3 members of the Trustees.

ARTICLE VI: BOOKS, RECORDS, AND THE FISCAL YEAR

1. The Foundation is a Florida Not for Profit Corporation established under the laws of the State of Florida. It is further an organization determined to be a charitable organization under 501c3 of the Internal Revenue Code. Accordingly, all contributions to the Corporation are "deductible" under the Internal Revenue Code.

2. The Foundation's fiscal year will commence on July 1st each calendar year and conclude on June 30th of the following year.

3. The Books and Records of the Foundation are under control of the Trustees. They shall be open to be reviewed by any member of the Foundation and shall be otherwise available for reasonable inspection, as allowed by law.

4. The Foundation shall have an annual review by an independent CPA firm, and that annual review shall be made available to members of the Foundation.

ARTICLE VII: RELATIONSHIP WITH TRINITY SCHOOL FOR CHILDREN

The Foundation is a separate legal entity not subject to the control or management of any other entity, as required by applicable Internal Revenue Federal Laws governing charitable corporations. The Foundation shall work in conjunction with Trinity School for Children, as it will serve as a model for innovation.

ARTICLES VIII; IN THE CASE OF THE DISSOLUTION OF THE FOUNDATION

Upon the dissolution of this organization, all assets will be distributed to another 501(c)(3) organization for exempt purposes within the meaning of the Internal Revenue Code.

Articles of Amendment
to
Articles of Incorporation
of

The
Education Foundation For Innovation, Inc.

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

N11000010370

(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:

(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

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 checked="" 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)

The original Articles of Incorporation for Education Foundation For
Innovation, Inc. are being amended and restated. Please see
attached sheets for full restatement.

The date of each amendment(s) adoption: 9/24/2012

Effective date if applicable: 9/24/2012
(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 9/24/2012

Signature Mindy DiFranco
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)

Mindy DiFranco

(Typed or printed name of person signing)

Secretary/Treasurer

(Title of person signing)