

N120000000766

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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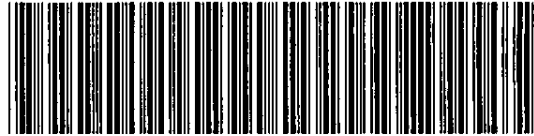
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAR 21 2012
T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **W.E. Phillips Learning Academy, Inc.**

DOCUMENT NUMBER: **N12000000766**

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

Please return all correspondence concerning this matter to the following:

CAROLYN M. PHILLIPS

(Name of Contact Person)

W.E. PHILLIPS LEARNING ACADEMY INC

(Firm/ Company)

2506 S. PARSONS AVE

(Address)

SEFFNER, FL. 33584

(City/ State and Zip Code)

NYLORAC7@VERIZON.NET

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

For further information concerning this matter, please call:

Carolyn M. Phillips

(Name of Contact Person)

at **813 990-7331**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" 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 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

W.E.PHILLIPS LEARNING ACADEMY, INC.

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

N12000000766

(Document Number of Corporation (if known))

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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

(Florida street address)

New Registered Office Address:

N/A

(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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u> </u> Remove	<u>V</u>	<u>Mike Jones</u>
<u> </u> 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) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____
2) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____
3) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____
4) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____
5) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____
6) <u> </u> Change <u> </u> Add <u> </u> Remove	<u>N/A</u>	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please amend Article 11 to read as the follows: The undersigned, as
Incorporator and on behalf of a not-for-profit, non-stock corporation
under the laws of the State of Florida, hereby adopts the following
Amendment to the Article 11 of the Articles of Incorporation:

Upon the dissolution of the Corporation, 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, exclusively for the purposes of the Corporation in such manner, or to such
organization or organizations organized and operated exclusively for charitable, educational, religious or scientific
purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(C)3 of the Internal Revenue
Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall
determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the county
where 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. Pursuant to Section 1002.33(8)(e),
Florida Statutes, upon dissolution, all unencumbered public funds and property purchased with public funds will
revert to the ownership of the School District sponsor.

The date of each amendment(s) adoption: March 16th, 2012

Effective date if applicable: March 16th, 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

3-16-12

Signature

[Handwritten 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)

Ronald G. Thomas

(Typed or printed name of person signing)

Vice-President

(Title of person signing)