

N 1200000/404

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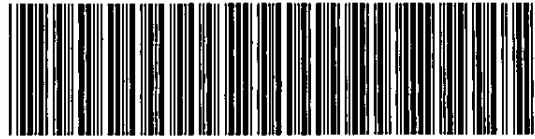
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*2/27/12*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 FEB 27 PM 2:51

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Neizvest Academy Inc.

**DOCUMENT NUMBER:** N12000001404

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

Please return all correspondence concerning this matter to the following:

**Leya Neizvest**

(Name of Contact Person)

**Neizvest Academy Inc.**

(Firm/ Company)

**430 Timberwalk Ct., #1017**

(Address)

**Ponte Vedra Beach, FL 32082**

(City/ State and Zip Code)

**LNeizvest@gmail.com**

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

For further information concerning this matter, please call:

**Leya Neizvest**

(Name of Contact Person)

at ( **904** ) **729-8705**

(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

FILED  
2012 FEB 27 PM 2:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Neizvest Academy Inc.

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

N 12000001404

(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: n/a  
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable: Neizvest Academy  
(Mailing address MAY BE A POST OFFICE BOX)  
P.O. Box 2612  
Ponte Vedra Beach, FL 32004

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:

\_\_\_\_\_, 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)

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:

Change            PT     John Doe  
 Remove            V       Mike Jones  
 Add                 SV     Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>David M. Rogers</u>	<u>605 Boardwalk Dr, Ponte Vedra Beach, FL 32082-6239</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>John W. Tillet</u>	<u>1201 Lake Parke Dr., Jacksonville, FL 32259-3036</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Craig Calley</u>	<u>2518 Park Street, Jacksonville, Florida 32204</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Douglas Friedman</u>	<u>1 Madison Park Gardens, Port Washington, NY 11050</u>
5) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P.T.D</u>	<u>Leya Nelzvest</u>	<u>430 Timberwalk ct., Ponte Vedra Beach, FL 32082</u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>          </u>	<u>          </u>	<u>          </u>



Pg. 3 of 4 :

**E. If amending or adding additional Articles, enter change(s) here:**

Article III: Text in the article should be replaced entirely to read as follows:

3.1 The purposes for which the corporation is organized exclusively for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including but not limited to: (1) to creating and delivering free and easy to understand, interesting and engaging educational video programming focused on various financial education topics via various web-channels, (2) to providing online and in person forums and workshops that will facilitate financial education of the general public.

3.2 This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

3.3 The corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under section 501(c)(3) of the Internal Revenue Code.

3.4 The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

3.5 Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

3.6 Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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.

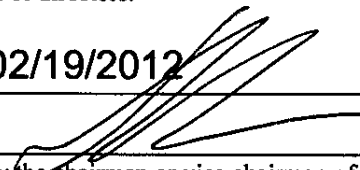
The date of each amendment(s) adoption: 02/19/2012

Effective date if applicable: 02/19/2012  
*(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 02/19/2012

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)

**Leya Neizvest**

(Typed or printed name of person signing)

**President, Treasurer and Executive Director**

(Title of person signing)

*Amended*  
**Articles of Incorporation For  
Neizvest Academy Inc.**

Neizvest Academy Inc.  
Page 1 of 4

**Article I**

Name of the corporation:  
Neizvest Academy Inc.

**Article II**

The principal Place of Business Address:

430 Timberwalk Ct., Suite 1017, Ponte Vedra Beach, FL 32082

Mailing Address of the Corporation is:

P.O. Box 2612, Ponte Vedra Beach, FL 32004

**Article III**

3.1 The purposes for which the corporation is organized: Neizvest Academy Inc. was organized exclusively for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including but not limited to: (1) to creating and delivering free and easy to understand, interesting and engaging educational video programming focused on various financial education topics via various web-channels, (2) to providing online and in person forums and workshops that will facilitate financial education of the general public.

3.2 This corporation is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

3.3 The corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under section 501(c)(3) of the Internal Revenue Code.



3.4 The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

3.5 Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

3.6 Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 IV

Manner in which Directors are elected or appointed:  
As provided in the Bylaws.

#### Article V

The name and the Florida street address of the registered agent is:

Leya Neizvest  
430 Timberwalk ct., Suite 1017, Ponte Vedra Beach, FL 32082

I certify that I am familiar with and that I accept the responsibilities of registered agent.

Registered Agent Signature:

  
Leya Neizvest

**Article IV**

The name and the address of the incorporator is:

Leya Neizvest  
430 Timberwalk Ct., #1017, Ponte Vedra Beach, FL 32082

Signature of the Incorporator: \_\_\_\_\_

  
Leya Neizvest

I am the incorporator submitting these articles of incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain active status.

**Article VII**

The officers and directors of this corporation are:

**Leya Neizvest President, Treasurer and Executive Director**  
430 Timberwalk Ct., Ponte Vedra Beach, FL 32082

**Tatyana Neizvestnaya, Director and Secretary**  
430 Timberwalk Ct., Ponte Vedra Beach, FL 32082

**Dave Rogers, Director and Officer**  
605 Boardwalk Dr., Ponte Vedra Beach, FL 32082

**Craig Calley, Director**  
2518 Park Street, Jacksonville, FL 32204

**Damien Neizvest, Vice President and Director**  
430 Timberwalk Ct., Ponte Vedra Beach, FL 32082

**John Tillett, Director**

1201 Lake Parke Dr., Jacksonville, FL 32259

**Douglas Freidman, Director**

1 Madison Park Gardens, Port Washington, NY 11050

### **Article VIII**

The effective date of this corporation shall be: 02/02/2012