

NI3000010778

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

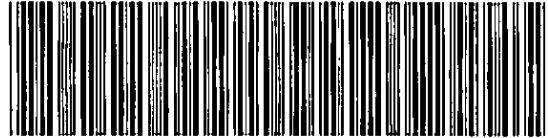
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Mr. Mackenberg gave
authorization to add
statement about the
adoption. See last
page due 2/19/19

Office Use Only



300322857743

01/07/19--01020--014 **52.50

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
19 FEB 19 PM 3:31

Amend.

FEB 19 2019

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FACTUR CORPORATION

DOCUMENT NUMBER: N13000010778

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

Please return all correspondence concerning this matter to the following:

KEITH D. HACKENBERG

(Name of Contact Person)

KDH LEGAL, PLLC

(Firm/ Company)

PO BOX 150061

(Address)

ALTAMONTE SPRINGS, FL 32715

(City/ State and Zip Code)

keith@kdhlegal.com

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

For further information concerning this matter, please call:

Keith D. Hackenberg

717

887-4011

at

(Name of Contact Person)

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 FEB 19 PM 3:31



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 15, 2019

KEITH D HACKENBERG
PO BOX 150061
ALTAMONTE SPRINGS, FL 32715

SUBJECT: FACTUR CORPORATION
Ref. Number: N13000010778

We have received your document for FACTUR CORPORATION and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Dionne M Scott
Regulatory Specialist II

Letter Number: 119A00001140

**SECOND AMENDED ARTICLES OF INCORPORATION
OF
FACTUR CORPORATION
A Florida Not for Profit Corporation**

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 FEB 19 PM 3:31

I, the undersigned, for the purpose of amending previously filed Articles of Incorporation to amend a Florida Not for Profit Corporation under Florida Statutes Chapter 617 and in compliance with requirements set forth by the Florida Department of State, Division of Corporations do hereby certify as follows:

Article I. The name of the Not For Profit Corporation shall be **FACTUR CORPORATION**. This name is distinguishable from all others on record with the Department of Corporations and is in full compliance with Florida Statutes §617.0401.

Article II. The principal office of this Not For Profit Corporation is 520 Virginia Drive, Orlando, Florida 32803. The mailing address of the principal office shall be the same.

Article III. This Not For Profit Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

Specifically, this Not For Profit Corporation, shall be formed for, but not limited to, the following:

1. Promoting and hosting of a Makerspace in Central Florida, an educational, cultural development and community outreach center designated to promote hands on education, community interaction and involvement.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act, or engage in any other business which can, in the opinion of the Board of Directors of this Not For Profit Corporation, be advantageously carried on in connection with or auxiliary to the foregoing purposes.

Article IV. This Not For Profit Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article V. This Not For Profit Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI. This Not For Profit Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding code of any future federal tax code.

Article VII. This Not For Profit Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VIII. This Not For Profit Corporation will not make any taxable expenditures as defined in Section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IX. 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 this Not For Profit 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 Article III hereof. No substantial part of the activities of this Not For Profit Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this Not For Profit 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. Notwithstanding any other provision of these articles, this Not For Profit Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article X. Upon the dissolution of this Not For Profit 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 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 XI. No substantial part of the activities of this Not For Profit Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. This Not For Profit Corporation shall not participate in or interfere in any political campaign on behalf of any candidate for public office.

Article XII. The Directors of this Not For Profit Corporation shall be initially appointed by the Incorporator. Thereinafter, Directors shall be elected or appointed in compliance with the Bylaws of this Not For Profit Corporation.

Article XIII. In accordance with the Bylaws of this Not For Profit Corporation, the following individual(s) are hereby appointed to serve as Directors of this Not For Profit Corporation:

EDUARD GUY CANTU, II, Director
636 Birgham Place
Lake Mary, Florida 32746

JACQUELINE JILL CANTU, Director
636 Birgham Place
Lake Mary, Florida 32746

DOUGLAS BROWN, Director
1202 W Smith Street
Orlando, Florida 32804

DOUG BERGER, Director
113 E Pine Street
Orlando, Florida 32801

DAVID BRUINSMA, Director
614 E Altamonte Drive
Altamonte Springs, Florida 32701

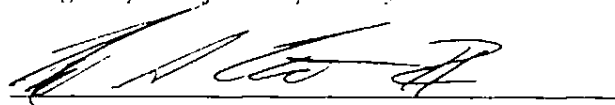
Article XIV. The name and street address of the original Incorporator of this Not For Profit Corporation is:

DOUGLAS BROWN, Director
1202 W Smith Street
Orlando, Florida 32804

Article XV. This Not for Profit Corporation hereby appoints Eduard Cantu, II as its registered agent. The registered agent shall be available for service in accordance with Florida Statutes §48.091 at the following address:

EDUARD GUY CANTU, II, Director
636 Birgham Place
Lake Mary, Florida 32746

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617 of the Florida Statutes.


Eduard Cantu, Registered Agent

Article XVI. This Not For Profit Corporation reserves the right at any time, and from time to time, to amend, alter, change, or repeal any provision contained in this Articles of Incorporation, and other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted, in the manner now or hereafter prescribed by law.

Article XVII. These Second Amended Articles of Incorporation are hereby adapted by the Board of Directors in accordance with the bylaws of this Not For Profit as the Second Amended Articles of Incorporation filed on or about December 20, 2018.

Article XVIII. These Second Amended Articles of Incorporation shall be effective upon signing, December 20, 2018.

The undersigned organizer hereby acknowledges that the foregoing Second Amended Articles of Incorporation is his act and deed on this ____ day of December, 2018.


Eduard Guy Cantu, II, Director

(In accordance with Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.