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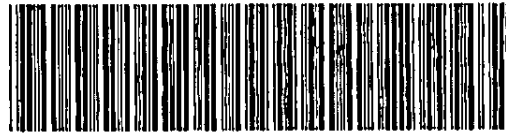
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09/07/2014

T. LEMMON



COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Learning Goal USA, Inc.

DOCUMENT NUMBER: N14000000594

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

Please return all correspondence concerning this matter to the following:

Jorge Ramirez

(Name of Contact Person)

Learning Goal USA, Inc.

(Firm/ Company)

818 Brack Street

(Address)

Kissimmee, FL 34744

(City/ State and Zip Code)

jramirez@learninggoal.org

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

For further information concerning this matter, please call:

Jorge Ramirez

(Name of Contact Person)

at ( 904 ) 3826888

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



**Amended and Restated Articles of Incorporation of Learning Goal USA, Inc.**

The undersigned incorporator, for the purpose of forming a Florida Not for Profit Corporation, hereby adopts the following Articles of Incorporation:

**Article I. Corporate Name**

The name of the corporation is Learning Goal USA, Inc.

**Article II. Principal Place of Business and Mailing Address**

The principal place of business and mailing address of the corporation is:

381 SW 95<sup>th</sup> Terrace, Pembroke Pines, FL 33025.

**Article III. Purpose**

The organization is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In connection therewith, the following are the specific purposes for which this corporation is organized, but not limited to: provide better education for children by building classrooms and schools in areas of scarce economic resources and promote the importance of lifetime learning.

**Article IV. Board of Directors Appointments**

The manner in which directors are elected or appointed is as provided for in the bylaws.

**Article V. Registered Agent**

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

Enrique F Chujoy

381 SW 95<sup>th</sup> Terrace, Pembroke Pines, FL 33025

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

Registered Agent Signature: Enrique F. Chujoy

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AND  
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TALLAHASSEE, FLORIDA



## **Article VI. Incorporator**

The name and address of the incorporator is:

Jorge A. Ramirez

818 Brack Street, Kissimmee, FL 34744

Electronic Signature of Incorporator: Jorge A. Ramirez

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 s.817.155, 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. Board of Directors**

The name and addresses of the present officers of the corporation are as follows:

Name & Title:

Address:

Andrea L. Ardiles, President  
Raisa Montoro, Vice President  
Enrique F. Chujoy, Treasurer  
Jorge A. Ramirez, Secretary

390 17<sup>th</sup> Street Unit 5023, Atlanta GA 30363  
24229 El Pilar, Laguna Niguel, CA 92677  
381 SW 95<sup>th</sup> Terrace, Pembroke Pines, FL 33025  
818 Brack Street, Kissimmee, FL 34744

## **Article VIII. Effective Date**

The effective date for this corporation shall be January, 17<sup>th</sup>, 2014. The effective date for the amended and restated articles of incorporation shall be September, 22<sup>nd</sup>, 2014.

## **Article IX. Prohibited Activities**

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 described in section 501(c)(3).

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.

Notwithstanding any other provision of these articles, 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.



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#### **Article X. Dissolution**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 XI. Amendment of Articles of Incorporation**

These Articles of Incorporation may be changed or amended as specified in the Bylaws of the Corporation.



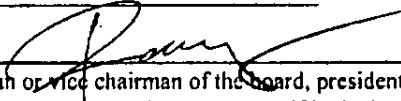
The date of each amendment(s) adoption: 09/22/2014, if other than the date this document was signed.

Effective date if applicable: 09/22/2014  
(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 09/22/2014

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)

Jorge Ramirez  
(Typed or printed name of person signing)

Secretary  
(Title of person signing)