

N15000005404

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

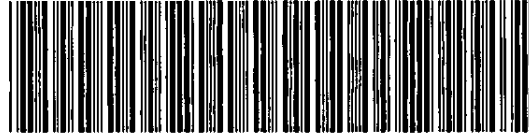
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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15 AUG 27 PM 4:53

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 26, 2015

CATHY BURNS
VIRTUES CIRCLE, INC.
3930 59TH WAY N
ST. PETERSBURG, FL 33709

SUBJECT: VIRTUES CIRCLE, INC.
Ref. Number: N15000005404

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We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Also note that the form submitted is for a Florida Profit Corporation, please complete Articles of Amendment for a Florida Not for Profit Corporation.

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

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

Letter Number: 815A00018085

Catherine Burns Fax: 727-343-2015
3930 59th Way N.
St. Petersburg, FL 33709

August 27, 2015

Amendment Section 1-850-245-6897
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amended Articles of Incorporation Filing
Document Number: N15000005404
In reference to Letter Number: 315A000116649

I have enclosed amended Articles of Incorporation for Virtues Circle, Inc. The processing fee of \$43.75 for filing fees and a certified copy has already been received by your office from our previous submission. We have made the correction and are resubmitting.

Sincerely,



Catherine S. Burns, President
Virtues Circle, Inc.

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VIRTUES CIRCLE, INC.

DOCUMENT NUMBER: N15000005404

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

Please return all correspondence concerning this matter to the following:

CATHY BURNS

(Name of Contact Person)

VIRTUES CIRCLE, INC.

(Firm/ Company)

3930 59TH WAY N.

(Address)

ST. PETERSBURG, FL 33709

(City/ State and Zip Code)

CATHY@VIRTUESCIRCLE.ORG

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

For further information concerning this matter, please call:

CATHY BURNS

727

4211550

(Name of Contact Person)

at

(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 checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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

VIRTUES CIRCLE, INC.

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

N1500005404

(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:

N/A

(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: N/A

New Registered Office Address:

(Florida street 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 PT, D.

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	<u>D</u>	<u>NICOLE GRAHAM SLAUGHTER</u>	<u>900 45TH ST. N.</u>
<input type="checkbox"/> Add			<u>ST. PETERSBURG, FL 33713</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>S</u>	<u>JESSICA SMITH</u>	<u>3801 38TH AVE. N.</u>
<input type="checkbox"/> Add			<u>ST. PETERSBURG, FL 33713</u>
<input checked="" type="checkbox"/> Remove			
3) <input checked="" type="checkbox"/> Change	<u>S</u>	<u>JESSICA SCOTT</u>	<u>1601 DELAWARE AVE. N.E.</u>
<input type="checkbox"/> Add			<u>ST. PETERSBURG, FL 33703</u>
<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)*

ARTICLE IV-EXEMPTION REQUIREMENTS IS NOW ARTICLE V- EXEMPTION REQUIREMENTS

ARTICLE V- EXEMPTION REQUIREMENTS 1. NOW READS: 1. No part of the net earnings of the Corporation

shall inure to the benefit of, or be distributable to its directors, trustees, officers, affiliates, 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 set forth. (Added the words directors and affiliates).

ARTICLE V DISSOLUTION IS NOW ARTICLE VI DISSOLUTION

ARTICLE VI MEMBERS IS NOW ARTICLE VII MEMBERS

ARTICLE VII BOARD OF DIRECTORS AND OFFICERS IS NOW ARTICLE VIII BOARD OF DIRECTORS

AND OFFICERS

ARTICLE VIII IDEMINIFICATION IS NOW ARTICLE IX INDEMINIFCATION

ARTICLE IX INCORPORATORS IS NOW ARTICLE X INCORPORATORS

ARTICLE X BYLAWS IS NOW ARTICLE XI BYLAWS

ARTICLE XI AMENDMENTS OF ARTICLES OF INCORPORATION IS NOW ARTICLE XII AMENDMENTS OF

ARTICLES OF INCORPORATION

ARTICLE XII REGISTERED AGENT IS NOW ARTICLE XIII REGISTERED AGENT

Removed "pursuant to Chapter 617 of the Florida Statutes" from the opening paragraph.

Removed "Chapter 617" from ARTICLE III. PURPOSE.

Under section 7.2 changed title from "Chairman" to "President."

The date of each amendment(s) adoption: 8/19/2015, if other than the date this document was signed.

Effective date if applicable: 8/19/2015
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 8/19/2015

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)

CATHERINE S BURNS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

AMENDED
ARTICLES OF INCORPORATION
FOR
VIRTUES CIRCLE, INC.

15 AUG 27 PM 4:54
FILED

The undersigned, a natural person of the age of 18 years or more, acting as incorporator of a corporation, not-for-profit, adopt the following Articles of Incorporation for such corporation, a Florida not-for-profit corporation.

ARTICLE I. NAME

The name of this not-for-profit corporation is: Virtues Circle, Inc., (hereinafter referred to as the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The principal office of Corporation and mailing address is the street address: 3930 59th Way N., St. Petersburg, FL 33709, but the Corporation may maintain offices, and transact business, in such other places within or without the State of Florida, as may from time to time be determined by the Board of Directors.

ARTICLE III. PURPOSE

The Corporation shall be organized as a not-for-profit corporation under Florida Statutes, incorporated on a non-stock basis. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The specific purposes of the Corporation are to promote the happiness and well being of the community by inspiring people to the practice of universal virtues and character strengths through discussions, workshops, and literature. In furtherance of these purposes, the corporation may engage in any lawful act or activity for which corporations may be organized under the Florida Not-For-Profit Corporation Act.

ARTICLE IV. DURATION

The corporation shall have perpetual duration, unless dissolved according to law.

ARTICLE V. EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, affiliates, 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 set forth herein.
2. 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.
3. 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.

ARTICLE VI. DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than two thirds (2/3) of the Board of Directors. Upon dissolution of the Corporation, after making provisions for the payment of all of the liabilities of the corporation, the assets of the Corporation shall be distributed to such charitable, religious, scientific, literary or educational organizations, consistent with the Corporation's purposes as set for in Article 3, which then qualify under the provision of Code Section 501(c)(3) of the Internal Revenue Service, as the Board of Directors shall determine. 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 the benefit of the public.

ARTICLE VII. MEMBERS

The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows: NO Members.

ARTICLE VIII. BOARD OF DIRECTORS AND OFFICERS

- 7.1. The affair and property of the Corporation shall be managed and governed by a

Board of Directors composed of not less than three (3) persons.

7.2. The manner of admission of the Directors and their respective terms shall be set forth in the Corporation's Bylaws.

The following persons shall constitute the initial Board of Directors of the Corporation, to hold office until the qualification and admission of their successors pursuant to the provisions of the Corporation's Bylaws. The number of initial directors of this corporation is five (5). Their names and addresses are:

Catherine Burns, President
3930 59th Way N.
St. Petersburg, FL 33709

Ellen Menna, Treasurer
6101 38th Avenue N.
St. Petersburg, FL 33710

Jessica Scott, Secretary
1601 Delaware Avenue N.E.
St. Petersburg, FL 33703

ARTICLE IX. IDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer of Director, to the fullest extent permitted by law.

ARTICLE X. INCORPORATORS

The name and address of the incorporator is: Catherine Burns, 3930 59th Way N., St. Petersburg, FL 33709.

ARTICLE XI. BYLAWS

The Bylaws of the Corporation shall be adopted by the initial Board of Directors, as constituted under Article VII above, at the organizational meeting of the Board, and said Bylaws may thereafter be amended, by the affirmative vote of at least two thirds (2/3) of the Board of Directors present and voting.

ARTICLE XII. AMENDMENTS OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the affirmative vote of at least two thirds (2/3) of the Board of Directors of this corporation, present and voting, at any regular or special meeting of the Board of Directors called specifically for that purpose, given that notice of such meeting containing the text of the proposed amendments be furnished to each member not less than 7 days prior to such meeting.

ARTICLE XIII. REGISTERED AGENT

The name and address of the initial registered agent is: Catherine Burns, 3930 59th Way N., St. Petersburg, FL 33709.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27 day of AUGUST 2015.

A handwritten signature in black ink, appearing to read "Catherine S. Burns", written over a horizontal line.

CATHERINE S. BURNS
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service or process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

Dates this 27 day of August 2015.



Catherine S. Burns, Registered Agent