

N15000006587

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08/31/15--01022--007 **43.75

Amended &
Restated Articles
& Name Change

FILED
2015 AUG 31 PM 2:40
CLERK OF STATE
TALLAHASSEE, FLORIDA

SEP 08 2015

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 3, 2015

The Abc's of Autism Incorporated
506 Summerport Village Pkwy
#207
Windermere, FL 34786

SUBJECT: THE ABC'S OF AUTISM INCORPORATED
Ref. Number: N15000006587

We have received your document for THE ABC'S OF AUTISM INCORPORATED and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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

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) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 615A00018684

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

THE ABC'S OF AUTISM INCORPORATED

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned serves as incorporator, for the purposes of forming a corporation no-for-profit and does hereby certify

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2015 AUG 31 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF CORPORATION

The name of the corporation is The Engage ABA Resource and Learning Center Incorporated (hereinafter called the "Corporation").

ARTICLE II

PRINCIPAL OFFICE OF THE CORPORATION

The principal office and mailing address of the corporation shall be 13506 Summerport Village Parkway #207 Windermere FL 34786

ARTICLE III

PURPOSES AND POWERS OF THE CORPORATION

This corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

- (1) The Corporation will be a resource center including a private school for children with developmental disabilities and their families.
- (2) Exclusively for charitable, educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distribution to organizations qualified as tax-exempt; and
- (3) Except as limited by the Articles of Incorporation and the bylaws, the corporation will have and exercise all rights and powers in furtherance of its purpose as are or may hereinafter be conferred on not for profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law

Notwithstanding any other provisions 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, as amended, or the corresponding provisions of any future United States Internal Revenue law.

ARTICLE IV

MANNER OF ELECTION

The affairs of this Corporation shall be managed by its Board of Directors. The method of elections or appointment of the Board of Directors shall be fixed and governed by the bylaws of the Corporation.

ARTICLE V

BOARD OF DIRECTORS

The names and address of the initial board of directors/ officers are:

| | |
|---------------------------------|---|
| Jazzmyn Iglesia, President/ CEO | 3649 Late Morning Circle Kissimmee, FL 34744 |
| Mara Rodriguez, Vice President | 2523 Hikers Ct Kissimmee FL 34743 |
| Scott Seip | 807 Rivecon Avenue Orlando FL 32825 |
| Diana Cordero | 10534 Sepal Ct Orlando FL 32825 |

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 13506 Summerport Village Parkway #207 Windermere FL 34786. The name and address of the initial registered agent is Jazzmyn Iglesia 3649 Late Morning Circle, Kissimmee, FL 34744.

ARTICLE VII

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 set forth in Article Third hereof. 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, this 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 VIII

DISSOLUTIONS

A majority of the Board of Directors may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with Section 617.1408, Florida Statutes, with the Department of State.

Upon the dissolution of the corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or

corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws

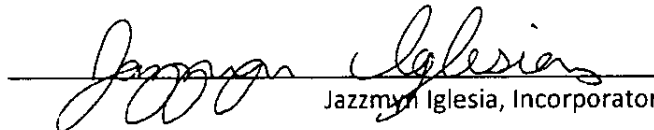
ARTICLE IX

INCORPORATOR

The name and address of the incorporator is:

Jazzmyn Iglesia
3649 Late Morning Circle,
Kissimmee, FL 34744

In witness whereof, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Corporation, executed these Articles of Incorporation this 11th day of August, 2015.


Jazzmyn Iglesia, Incorporator

08 / 11 / 2015

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

08 / 11 / 2015

Effective date if applicable:

(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)

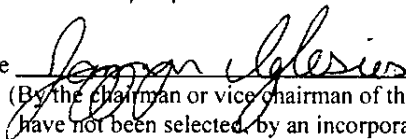
(CHECK ONE)

- ☒ 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

8/11/15

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)

Jazzmyn Iglesia

(Typed or printed name of person signing)

President & CEO

(Title of person signing)