

N16000000795

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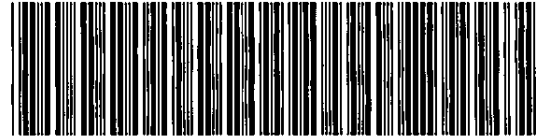
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/29/16

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: JACKSONVILLE FLORIDA SCHOOL OF THE ARTS, INC.

DOCUMENT NUMBER: N16000000795

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

Please return all correspondence concerning this matter to the following:

CHRISTYA. FRAZIER

(Name of Contact Person)

JACKSONVILLE FLORIDA SCHOOL OF THE ARTS, INC.

(Firm/ Company)

767 Stockton St

(Address)

Jacksonville FL 32204

(City/ State and Zip Code)

christy@jfsota.org

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

For further information concerning this matter, please call:

Christy A Frazier

904

303-4234

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 checked="" 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 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 27, 2016

CHRISTY FRAZIER
767 STOCKTON ST
JACKSONVILLE, FL 32204

SUBJECT: JACKSONVILLE FLORIDA SCHOOL OF THE ARTS, INC.
Ref. Number: N16000000795

We have received your document for JACKSONVILLE FLORIDA SCHOOL OF THE ARTS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Carol Mustain
Regulatory Specialist II

Letter Number: 916A00020771

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF

JACKSONVILLE FLORIDA SCHOOL OF THE ARTS, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME, SEAL AND OFFICES**

Name. The name of this Corporation shall be Jacksonville Florida School of the Arts, Inc.

Seal. The seal of the Corporation shall be circular in form and shall bear on its outer edge the words "Jacksonville Florida School of the Arts, Inc."

Offices. The principal office is 2336 Liberty St, Jacksonville, Florida 32206 and the mailing address of the Corporation is 767 Stockton St, Jacksonville, Florida 32204. The Corporation may also have offices at such places as the Board of Directors may from time to time appoint or the purposes of the Corporation may require.

**ARTICLE II
STATEMENT OF CORPORATE NATURE**

This is a non-profit Corporation organized solely for general charitable, religious, educational and scientific purposes pursuant to the Florida Corporations Not For Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

**ARTICLE III
GENERAL PURPOSES**

The general purposes for which this Corporation is formed are to operate exclusively for such religious, charitable, educational and scientific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV TERM

This Corporation shall have a perpetual existence.

ARTICLE V MEMBERSHIP

This Corporation shall have one class of members. The initial Members shall be Christy A. Frazier, Aislynn Thomas-McDonald, and Ariel Gaskin. Additional persons of moral character may become Members if elected by a two-thirds (2/3) vote of the then existing membership.

The Members of this Corporation shall have no right, title or interest whatsoever in the Corporation's income, property or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this Corporation. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Christy A. Frazier
2343 Herschel St
Jacksonville, Florida 32204

ARTICLE VII POWERS

The Corporation shall have all the powers set forth in Florida Statute 617.021 unless specifically prohibited by these Articles of Incorporation.

Notwithstanding any other provisions of these Articles, this organization 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.

ARTICLE VIII REGISTERED AGENT

The street address of the initial registered office shall be 767 Stockton St, Jacksonville, Florida 32204 and the name of the initial registered agent of the Corporation at that address is Annette Pitts, CPA, PA

ARTICLE IX MANAGEMENT OF CORPORATE AFFAIRS

Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be not less than three nor more than seven. Initially, the Board of Directors shall consist of three members, provided however, that such number may be changed (but in no event to a number less than three nor more than seven) by a bylaw duly adopted by the Members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members, to be held on October __, 2016, at 9:00 o'clock a.m., at the principal office of the Corporation, at which time an election of Directors shall be held.

Annual meetings shall be held, thereafter, at 9:00 o'clock a.m. on the first Monday of December of each year at the principal office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time. The Directors shall be elected at each annual meeting of the Members. Each Director shall hold office for three (3) years and until her successor is elected, qualified, or until her death, resignation or removal. Directors may be re-elected to serve more than one term in office.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all Members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of Directors without a meeting and that the Articles of Incorporation and bylaws of this Corporation authorized the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first Members of the Board of Directors are as follows:

Christy A. Frazier
2343 Herschel St
Jacksonville, Florida 32204

Aislynn Thomas-McDonald
30 W Bay St
Ste 14114
Jacksonville, Florida 32202

Ariel Gaskin
2167 Myra St
Apt #4
Jacksonville, Florida 32204

Corporate Officers. The Board of Directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President:	Christy A. Frazier
Vice President:	Aislynn Thomas-McDonald
Secretary:	Ariel Gaskin
Treasurer:	Christy A. Frazier

ARTICLE X BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit Law of Florida, concerning corporate action that must be authorized or approved by the Members of the Corporation, bylaws of the Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

ARTICLE XI DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to charitable, religious, educational and scientific purposes and no part of the net income or assets

of this Corporation shall ever inure to the benefit of any Director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XII DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for religious, charitable, educational or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 XIII AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of Members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of Members of the Corporation.

ARTICLE XIV MISCELLANEOUS

The Corporation shall distribute its income for each year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent Federal tax laws.

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

Effective date if applicable: September 1, 2016

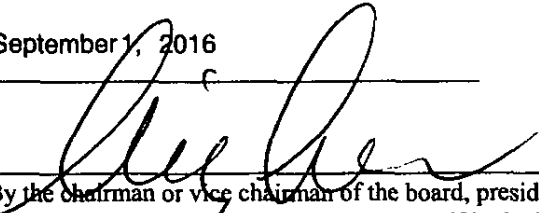
(no more than 90 days after amendment file date)

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 September 1, 2016

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)

Christy A Frazier

(Typed or printed name of person signing)

President

(Title of person signing)