

N160000012320

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : MORAN, KIDD, LYONS, JOHNSON & BERKSON, ALBRITTON
Account Number : I20000000003
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****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE SMARTER TOMORROW FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$35.00

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281 SEP - 1 AM 8:22

Amend

SEP - 5 2017

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

17 SEP - 1 PM 2:18

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COVER LETTERTO: Amendment Section
Division of CorporationsNAME OF CORPORATION: The Smarter Tomorrow Foundation, Inc.DOCUMENT NUMBER: N16000012320The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Scott E. Johnson, Esq.
(Name of Contact Person)Moran Kidd Lyons Johnson, P.A.
(Firm/ Company)P.O. Box 472
(Address)Orlando, FL 32802
(City/ State and Zip Code)sjohnson@morkidd.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Scott E. Johnson at 407 841-4141
(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

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Articles of Amendment
to
Articles of Incorporation
of

The Smarter Tomorrow Foundation, Inc.

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

N16000012320

(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:

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:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(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:

(Florida street address)

New Registered Office 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

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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 PTD.

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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<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	_____	_____	_____

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E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached Amended Articles of Incorporation of The Smarter Tomorrow Foundation, Inc.

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AMENDED

**ARTICLES OF INCORPORATION
OF
THE SMARTER TOMORROW FOUNDATION, INC.**

ARTICLE I - NAME

The name of this corporation shall be "The Smarter Tomorrow Foundation, Inc." (the "Corporation").

ARTICLE II - DURATION

The Corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The Corporation is organized for the following purposes:

1. The Corporation is organized, and at all times thereafter, will be operated as a Florida not-for-profit corporation and, in such capacity, shall exclusively be operated for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. The Corporation shall:
 - a. Receive any real property, tangible or intangible property, including money by gift, grant, devise or bequest from any individual, foundation, corporation, or other entity, either private or public, or government instrumentality for the purpose of supporting the Corporation's not-for-profit mission pursuant to Section 501(c)(3) of the Internal Revenue Code of promoting awareness of and educating the public on the importance of becoming financially and/or fiscally responsible and learning to effectively plan and save for retirement.
 - b. All the above purposes shall be subject to the limitations imposed under Florida law.

ARTICLE IV - LIMITATIONS

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's directors or officers, 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 III.

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2. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation, in any manner whatsoever. No activity of the Corporation shall consist of participating in, or intervening in, including the publication or distribution of statements, any political campaign on behalf or in opposition to any candidate for public office.
3. The Corporation shall not carry on any other activities not permitted to be carried by a Florida not-for-profit organization.

ARTICLE V - POWERS

The Corporation shall have all of the corporate powers enumerated in the Florida Corporation Act, under Chapter 617, Florida Statutes, including making all distribution decisions.

ARTICLE VI - PRINCIPAL OFFICE AND REGISTERED AGENT AND OFFICE

The street and mailing address of the principal office of the Corporation is 1010 N. Orange Avenue, Winter Park, FL 32789, and the name of the initial registered agent of the Corporation is Jason K. Chepenik, which office shall serve as the registered office of the Corporation.

ARTICLE VII - MEMBERS

The Corporation shall have no members.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have five (5) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than five (5) or more than fifteen (15). The names and addresses of the current Directors of the Corporation are:

Jason K. Chepenik	1010 N. Orange Avenue Winter Park, FL 32789
Barnett L. Chepenik	1010 N. Orange Avenue Winter Park, FL 32789
Vincent Morris	3308 West 154 th Street Leawood, KS 66224
Jay M. Fisher	1501 The Oaks Drive Maitland, FL 32751

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Sarah J. Kreisman

3184 Lynwood Drive NE
Brookhaven, GA 30319

ARTICLE IX – INCORPORATOR

The name and address of the persons signing these articles are:

Mark R. Froid

1001 Virginia Drive
Orlando, FL 32803

ARTICLE X – MANNER OF ELECTION

The Directors shall be elected in accordance with the Bylaws of the Corporation.

ARTICLE XI – BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors in accordance with the Corporation's Bylaws. Notwithstanding the foregoing, nothing contained in the Bylaws shall be inconsistent or contrary to these Articles of Incorporation or the laws of the State of Florida.

ARTICLE XII – OFFICERS

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents as the Board of Directors may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation, the Bylaws of the Corporation, the laws of the State of Florida, or the Internal Revenue Code as such Board may deem advisable for the conduct and operation of the business of the Corporation.

ARTICLE XIII – MEETINGS

Meetings of Directors and officers, including the time, place, and manner of calling such meetings, shall be fixed by the Bylaws of the Corporation.

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ARTICLE XIV - ORGANIZATION AND DISSOLUTION

The Corporation is organized exclusively for not-for-profit purposes pursuant to Section 501(c)(3) of the Internal Revenue Code.

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.

ARTICLE XV - Amendment to Articles

These Articles of Incorporation may be amended by the affirmative vote of a majority of the Board of Directors of the Corporation provided that such amendment does not conflict with federal or state laws as is or may hereinafter be applicable.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 30th day of August, 2017.



Jason Chepenik
Director

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Jason Chepenik, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of August, 2017.



NOTARY PUBLIC



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**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT**

THE SMARTER TOMORROW FOUNDATION, INC.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

- a) The name of the Corporation is "The Smarter Tomorrow Foundation, Inc."
- b) As designated in the Articles of Incorporation filed with this certificate, the name and the Florida street address of the registered agent is:

Jason K. Chepenik
1010 N. Orange Avenue
Winter Park, FL 32789

- c) The street address of the registered office and the street address of the business office of the registered agent are identical.

ACKNOWLEDGMENT:

Having been designated as the Registered Agent and to accept service of process for The Smarter Tomorrow Foundation, Inc., I hereby accept the designation and agree to act as the Registered Agent of said corporation. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of such duties as Registered Agent, and I am familiar with and accept the obligations of such position.



Jason K. Chepenik

Dated: August 30th, 2017.

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

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.

Date: August 31, 2017

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)

Jason Chepenik

(Typed or printed name of person signing)

Director

(Title of person signing)

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