

N 17000000152

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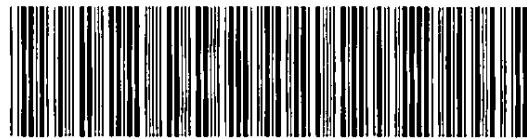
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CLERK OF DISTRICT COURT

C. GOLDEN

JUL - 5 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Playground City, Inc.

DOCUMENT NUMBER: N17000000152

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

Please return all correspondence concerning this matter to the following:

Kelsey C. Kerce

(Name of Contact Person)

Playground City, Inc.

(Firm/ Company)

1300 Saxon Drive

(Address)

Orlando, FL 32804

(City/ State and Zip Code)

kelsey@playgroundcity.org

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

For further information concerning this matter, please call:

Kelsey Kerce

407

988-5591

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

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PLAYGROUND CITY INC.
N17000000152**

FILED
2017 JUN 26 PM 12:33
CLERK OF CIRCUIT COURT
JANUARY, E. FLORIDA
37

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment to its Articles of Incorporation:

ARTICLE II

The principal place of business is: 1300 Saxon Drive, Orlando, FL 32804.

ARTICLE III – PURPOSE

The company's specific purpose is to identify, promote, and credential out-of-school learning in Central Florida by designing and coordinating play-based education initiatives and events. Additionally, the company's general purposes are as follows:

(1) To exist and operate solely for supportive, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code");

(2) To have and exercise all powers of any corporation not for profit as the same now exists, or may hereafter exist under the laws of the State of Florida. No part of the assets, income, or profit of the Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers of any private individual, except to the extent permitted under Chapter 617, Florida Statutes; and

(3) Notwithstanding any other provision hereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code and its regulations as they now exist, or as they may hereinafter be amended, or by an organization, contributions to which are deductible under Section 170(a) of such Code and regulations as they now exist, or as they may hereafter be amended.

ARTICLE IV – MANNER OF APPOINTMENT

The directors shall be appointed as provided in the By-Laws:

There shall be a Board of Directors for this Corporation, which shall consist of not less than three (3) persons.

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	<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>Officer</u>	<u>Kelly Clark</u>	<u>1237 Illinois Street</u>
<input checked="" type="checkbox"/> Add			<u>Orlando, FL 32803</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u></u>	<u></u>	<u></u>
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u></u>	<u></u>	<u></u>
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u></u>	<u></u>	<u></u>
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u></u>	<u></u>	<u></u>
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change	<u></u>	<u></u>	<u></u>
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

**ARTICLE V – INITIAL REGISTERED AGENT
AND STREET ADDRESS**

The name and address of the initial Registered Agent of the Corporation is:

Thomas W. Shaffer
3034 Fairway Lane
Apartment. A
Orlando, FL 32804

ARTICLE VI – CORPORATE POWERS

The Corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VII – INITIAL DIRECTORS

The names and street addresses of the persons who shall serve as Directors of the Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until their successors are appointed and qualified, or until their resignations, removal from office or deaths:

<u>NAME</u>	<u>ADDRESSES</u>
Thomas W. Shaffer	3034 Fairway Lane #A Orlando, FL 32804
Molly Delahunty	900 West Avenue #411 Miami Beach, FL 33139
Kelly Clark	1237 Illinois Street Orlando, FL 32803
Kelsey C. Keree	2920 Daybreak Drive Orlando, FL 32825

ARTICLE IX – EARNINGS AND 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 purpose set forth in Article III 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 provisions 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 Sections 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.

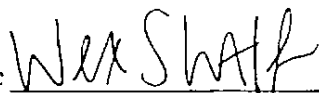
ARTICLE X – DISSOLUTION DESIGNATIONS

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding Section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for 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.

The date of adoption of the amendment was June 23, 2017.

- ☐ The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Signature



Thomas W. Shaffer, President