

*Nonprovisional*

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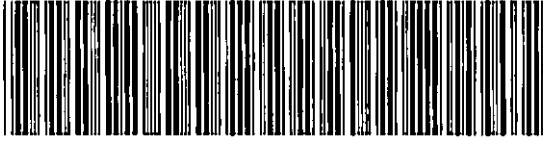
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 6, 2017

BERNARD MILLER  
DME SPORTS  
2441 BELLEVUE AVENUE  
DAYTONA BEACH, FL 32114

SUBJECT: DME FOUNDATION FOR EDUCATION AND TRAINING, INC.  
Ref. Number: N17000003008

We have received your document for DME FOUNDATION FOR EDUCATION AND TRAINING, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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

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.

Shelia H Young  
Regulatory Specialist II

Letter Number: 617A00013681

# DME

## SPORTS ACADEMY

2441 Bellevue Avenue • Daytona Beach, FL 32114  
(386) 271-3150 • [www.dmesports.com](http://www.dmesports.com)

July 17, 2017

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sirs:

I have enclosed Form CR2E009 to amend our original articles of incorporation for DME Foundation for Education and Training, Inc., a Florida non-profit organization. This should replace Form CR2E011, which I mistakenly filed with our previous application to amend our articles of incorporation.

You should have our check for \$52.50 still, along with our amended articles of incorporation and a copy of our original articles of incorporation (for comparison).

If there are any further difficulties with our application, or if you should require more information, please do contact me by phone at (317) 657-9202 or by e-mail at [bernie.miller@dmesports.com](mailto:bernie.miller@dmesports.com).

Thank you very much!

Sincerely,



Bernard Miller

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

DME Foundation for Education and Training, Inc.

**NAME OF CORPORATION:** \_\_\_\_\_

N17000003008

**DOCUMENT NUMBER:** \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

Bernard Miller

\_\_\_\_\_  
(Name of Contact Person)

DME Sports

\_\_\_\_\_  
(Firm/ Company)

2441 Bellevue Avenue

\_\_\_\_\_  
(Address)

Daytona Beach, FL 32114

\_\_\_\_\_  
(City/ State and Zip Code)

mjp@dmedelivers.com

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

For further information concerning this matter, please call:

Bernard Miller

(317) 657-9202

\_\_\_\_\_  
(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:

- \$35 Filing Fee     \$43.75 Filing Fee & Certificate of Status     \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)     \$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  
DME Foundation for Education and Training, Inc.**

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

N17000003008

(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.*

N/A

**B. Enter new principal office address, if applicable:**

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

N/A

**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:**

N/A

*Name of New Registered Agent:*

*(Florida street address)*

*New Registered Office Address:*

N/A

*(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*

17 JUL 20 AM 10:23  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

FILED

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 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><br>(Check One)   | <u>Title</u> | <u>Name</u>             | <u>Address</u>   |
|--|--------------|-------------------------|--|
| 1) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input checked="" type="checkbox"/> Remove | <u>T</u>     | <u>Keenyn McFarlane</u> | <u>5400 S. Williamson Blvd.</u><br><u>Apt. 3-211</u><br><u>Port Orange, FL 32128</u> |
| 2) <input type="checkbox"/> Change<br><input checked="" type="checkbox"/> Add<br><input type="checkbox"/> Remove | <u>T</u>     | <u>Bernard Miller</u>   | <u>432 Bayberry Lakes Blvd.</u><br><u>Daytona Beach, FL 32124</u>                    |
| 3) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input type="checkbox"/> Remove            |              |                         |  |
| 4) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input type="checkbox"/> Remove            |              |                         |  |
| 5) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input type="checkbox"/> Remove            |              |                         |  |
| 6) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input type="checkbox"/> Remove            |              |                         |  |

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

Attached are rather substantially revised/amended Articles of Incorporation. This was necessary as when preparing our 501(c)(3) application for charitable status, we discovered that our original Articles did not contain all the language necessary to fulfill IRS requirements. Therefore, we wish to submit these in order to comply with those directives. The charitable purpose of DME Foundation for Education and Training has not changed, nor has its structure (other than the replacement of one member of the board of directors); the chief difference between our original Articles (which we have also attached for comparison) is the insertion of the specific language, in the appropriate places, required by the IRS for charitable organizations.

May 8, 2017

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

N/A

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.

June 13, 2017

Dated \_\_\_\_\_

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)

Daniel Panaggio

(Typed or printed name of person signing)

Secretary

(Title of person signing)



# **DME FOUNDATION FOR EDUCATION AND TRAINING**

A Florida Non-profit Corporation

## **AMENDED ARTICLES OF INCORPORATION**

### **ARTICLE I**

#### **1.01 Name**

The name of this corporation shall be DME Foundation for Education and Training, Inc. The business of the corporation may be conducted as DME Foundation for Education and Training, Inc.

### **ARTICLE II**

#### **2.01 Duration**

The period of duration of the corporation is perpetual.

### **ARTICLE III**

#### **3.01 Purpose**

DME Foundation for Education and Training, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The specific purpose for which the corporation is organized is to advance education and training and workforce development in a variety of disciplines including but not limited to sports, media arts, communication, culinary arts, fashion and merchandising by utilizing skilled educators, trainers and practitioners, and leading edge technology.

#### **3.02 Non-Profit**

DME Foundation for Education and Training, Inc. is designated as a non-profit corporation.

### **ARTICLE IV**

#### **4.01 Non-profit Nature**

DME Foundation for Education and Training, Inc. is organized exclusively for charitable and educational purposes 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 corresponding section of any future federal tax code. No part of the net earnings of DME Foundation for Education and Training, Inc. 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 the purpose clause hereof.

No substantial part of the activities of DME Foundation for Education and Training, Inc. 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 any candidate for public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

DME Foundation for Education and Training, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of DME Foundation for Education and Training, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of DME Foundation for Education and Training, Inc. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the DME Foundation for Education and Training, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the DME Foundation for Education and Training, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the DME Foundation for Education and Training, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

#### **4.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V**

#### **5.01 Governance**

DME Foundation for Education and Training, Inc. shall be governed by its board of directors. Directors are elected to the Board by Committee nomination and approval by the full Board.

### **5.02 Directors**

The Directors shall be as follows:

1. Chair of the Board  
Michael Panaggio  
6186 Shoreline Dr.  
Port Orange, FL 32127
2. Vice Chair of the Board (vacant)
3. Secretary  
Daniel Panaggio  
113 Marbled Godwit Court  
Daytona Beach, FL 32119
4. Chair, Governance Committee (vacant)
5. Chair, Education and Training Committee (vacant)
6. Chair, Advancement Committee (vacant)
7. Treasurer and Chair, Finance, Investment and Audit Committee  
Bernard Miller  
432 Bayberry Lakes Blvd.  
Daytona Beach, FL 32124
8. Member at large (vacant)
9. Member at large (vacant)
10. Immediate Past Chair of the Board (ex officio)
11. Executive Director of the Foundation (ex officio)

## **ARTICLE VI**

### **6.01 Membership**

DME Foundation for Education and Training, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII**

### **7.01 Amendments**

DME Foundation for Education and Training, Inc. Amended Articles of Incorporation  
EIN 82-0922093

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

#### **ARTICLE VIII**

##### **8.01 Corporate Address**

The principal place of business and mailing address of the corporation is:

DME Foundation for Education and Training, Inc.  
2441 Bellevue Avenue  
Daytona Beach, FL 32114

#### **ARTICLE IX**

##### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Michael Panaggio  
2441 Bellevue Avenue  
Daytona Beach, FL 32114

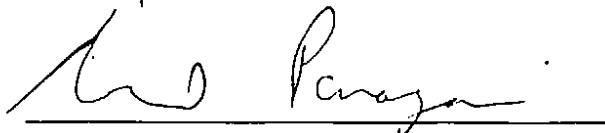
#### **ARTICLE X**

The incorporators of the corporation are as follow:

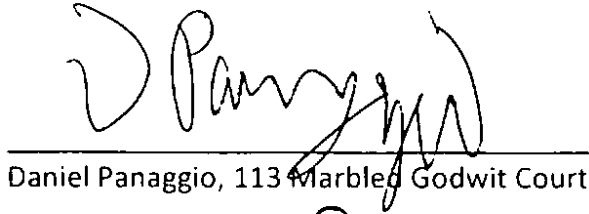
Michael Panaggio, 6186 Shoreline Dr., Port Orange, FL 32127  
Daniel Panaggio, 113 Marbled Godwit Court, Daytona Beach, FL 32119  
XXXXXXXXXX

#### **CERTIFICATE OF ADOPTION OF AMENDED ARTICLES OF INCORPORATION**

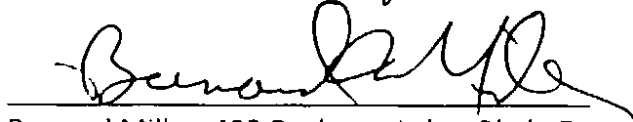
We, the undersigned, do hereby certify that the above stated Amended Articles of Incorporation of DME Foundation for Education and Training, Inc. were approved by the board of directors on May 8, 2017 and constitute a complete copy of the Amended Articles of Incorporation of the DME Foundation for Education and Training, Inc.



Michael Panaggio, 6186 Shoreline Dr., Port Orange, FL 32127



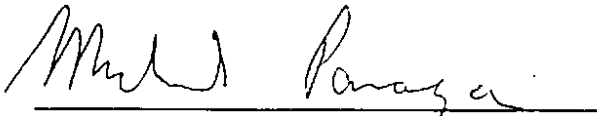
Daniel Panaggio, 113 Marbled Godwit Court, Daytona Beach, FL 32119



Bernard Miller, 432 Bayberry Lakes Blvd., Daytona Beach, FL 32124

**ACKNOWLEDGMENT OF CONSENT TO APPOINTMENT AS REGISTERED AGENT**

I, Michael Panaggio, 2441 Bellevue Avenue, Daytona Beach, FL 32114, agree to be the registered agent for DME Foundation for Education and Training, Inc. as appointed herein.



Michael Panaggio, Registered Agent

Date: 5/8/2017