

117000005069

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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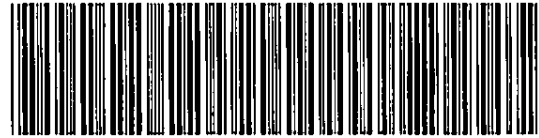
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2017 SEP -5 PM 12:08

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SEP 07 2017

T. REPUBLIC

COVER LETTER

TO: Amendment Section
Division of Corporations

Children's Health and Wellness of NW Florida, Inc.

NAME OF CORPORATION:

N17000005069

DOCUMENT NUMBER:

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

Please return all correspondence concerning this matter to the following:

Katherine Bryan

(Name of Contact Person)

Children's Health and Wellness of NW Florida, Inc.

(Firm/ Company)

2641 Wildhurst Trail

(Address)

Pace, Florida 32571

(City/ State and Zip Code)

KBryan921@aol.com

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

For further information concerning this matter, please call:

Katherine Bryan

850

293-6859

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:

☐ \$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

Children's Health and Wellness of NW Florida, Inc.

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

N17000005069

(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.

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**)

N/A

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:

N/A

New Registered Office Address:

(Florida street 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

FILED
2017 SEP - 5 P 12:08
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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	_____	N/A	_____
<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	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Amending Article III - Purpose: Said corporation is organized exclusively for charitable, education and scientific purposes including providing education and training and support to children and their families specific to nutrition, fitness and wellness as well as any other activities to accomplish this purpose under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Amending Article IV - Directors and Officers, Manner of Election/Appointment: Children's Health and Wellness of NW Florida, Inc. shall have a minimum of three members who will serve on the Board of Directors. The directors shall be elected at an annual meeting of the corporation. A nominating committee appointed by the Board President shall take recommendations of members of the Board. The Board of Directors at an annual meeting of the corporation shall vote on each recommendation and an affirmative vote of the majority of the Board Members will be required to elect a new member. Each director shall serve a two year term.

The corporation shall have officers, President, Vice President and Secretary/Treasurer. Officers shall be elected at an annual meeting of the corporation and shall serve a one year term. A slate of officers shall be presented by the nominating committee and will require an affirmative vote by a majority of the Board of Directors.

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 III hereof. No substantial part of the activities of the corporation shall be 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, 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

8/30/2017

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

8/30/2017

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.

8/30/2017

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)

Katherine Bryan

(Typed or printed name of person signing)

President

(Title of person signing)

**Electronic Articles of Incorporation
For**

N17000005069
FILED
May 10, 2017
Sec. Of State
tscott

CHILDREN'S HEALTH AND WELLNESS OF NW FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CHILDREN'S HEALTH AND WELLNESS OF NW FLORIDA, INC.

Article II

The principal place of business address:

2641 WILDHURST TRAIL
PACE, FL. 32571

The mailing address of the corporation is:

2641 WILDHURST TRAIL
PACE, FL. 32571

Article III

The specific purpose for which this corporation is organized is:

ORGANIZED FOR CHARITABLE, EDUCATION AND SCIENTIFIC PURPOSES
PROVIDING NUTRITION AND HEALTH EDUCATION, INSTRUCTION AND
TRAINING TO SUPPORT AND EMPOWER CHILDREN AND THEIR FAMILIES
TO LEAD A FIT AND HEALTHY LIFE AND PREVENT OBESITY.

Article IV

The manner in which directors are elected or appointed is:

MAJORITY VOTE OF BOARD OF DIRECTORS

Article V

The name and Florida street address of the registered agent is:

KATHERINE B BRYAN
2641 WILDHURST TRAIL
PACE, FL. 32571

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: KATHERINE B BRYAN

N17000005069
FILED
May 10, 2017
Sec. Of State
tscott

Article VI

The name and address of the incorporator is:

KATHERINE B BRYAN
2641 WILDHURST TRAIL

PACE, FL 32571

Electronic Signature of Incorporator: KATHERINE B BRYAN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
KATHERINE B BRYAN
2641 WILDHURST TRAIL
PACE, FL. 32571

Title: VP
SONYA NEGLEY
7294 BREVARD STREET
NAVARRE, FL. 32566

Title: SEC
JODI L KREVATAS
3944 RED BUD LANE
PACE, FL. 32571

Article VIII

The effective date for this corporation shall be:

05/10/2017

State of Florida

Department of State

I certify from the records of this office that CHILDREN'S HEALTH AND WELLNESS OF NW FLORIDA, INC. is a corporation organized under the laws of the State of Florida, filed electronically on May 10, 2017, effective May 10, 2017.

The document number of this corporation is N17000005069.

I further certify that said corporation has paid all fees due this office through December 31, 2017, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

Authentication Code: 170821135708-200299094862#1

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty First day of August, 2017



Ken Detzner
Ken Detzner
Secretary of State

State of Florida
Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of CHILDREN'S HEALTH AND WELLNESS OF NW FLORIDA, INC., a Florida corporation, filed electronically on May 10, 2017 effective May 10, 2017, as shown by the records of this office.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is N17000005069.

Authentication Code: 170821135708-200299094862#1

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty First day of August, 2017



Ken Detzner
Ken Detzner
Secretary of State

Amending Article IV continued

section 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.

Additional Articles:

Article IX: Dissolution

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 a 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.

Articles I, II, V, VI, VII, VIII remain unchanged.