

N 17000008958

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

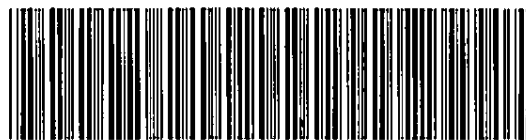
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

564-563-4135-



000306450480

12/12/17--01035--023 **45.75

2017 DEC 23 PM 2:21

C. GOLDEN

DEC 26 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GRATITUDE PROFESSOR FOUNDATION CORPORATION

DOCUMENT NUMBER: N17000008958

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

Please return all correspondence concerning this matter to the following:

EDWARD PEREIRA
(Name of Contact Person)

GRATITUDE PROFESSOR FOUNDATION CORPORATION
(Firm/ Company)

8516 BROKEN WILLOW COURT
(Address)

TAMPA, FLORIDA 33647
(City/ State and Zip Code)

EDWARD@GRATITUDEPROFESSOR.ORG
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

EDWARD PEREIRA at 813 563-9727
(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 type="checkbox"/> \$35 Filing Fee | <input checked="" 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

December 13, 2017

EDWARD PEREIRA
8516 BROKEN WILLOW COURT
TAMPA, FL 33647

SUBJECT: GRATITUDE PROFESSOR FOUNDATION CORPORATION
Ref. Number: N17000008958

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The date of adoption of each amendment must be included in the document.

Please check the appropriate box on the amendment form regarding the adoption of the amendment(s).

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.

Claretha Golden
Regulatory Specialist II

Letter Number: 617A00025220

2017 FEB 26 PM 2:21

Amended and Restated Articles of Incorporation of Incorporation

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

Article I

The name of the Corporation shall be:

Gratitude Professor Foundation Corporation

Article II

The place in this state where the principal office of the Corporation is to be located at 8516 Broken Willow Court in the City of Tampa, Florida 33647 in Hillsborough County.

The mailing address of this corporation is:

8516 Broken Willow Court
Tampa, Florida 33647

Article III

The specific purpose for which this corporation is organized is:

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

Article IV

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name: Edward M Pereira

Title: CEO

Address: 8516 Broken Willow Court
Tampa, Florida 33647

Article IV (cont.)

Name: Ann M Pereira
Title: President
Address: 8516 Broken Willow Court
Tampa, Florida 33647

Name: Frank Stitely
Title: Treasurer
Address: 14016 Sullyfield Circle, Suite D
Chantilly, Virginia 20151

Name: Janette Arencebia
Title: Vice President
Address: 2653 Bruce B Downs Blvd., Suite 108-212
Wesley Chapel, Florida 33544

Article V

The manner in which directors are elected or appointed is:

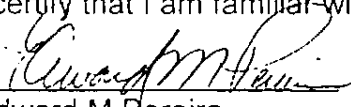
By Appointment of the Chief Executive Officer

Article VI

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

Edward M Pereira
2653 Bruce B Downs Blvd.
Suite 108-212
Wesley Chapel, Florida 33544

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


Edward M Pereira
Registered Agent Signature

Article VII

The name and address of the incorporator is:

Edward M Pereira
8516 Broken Willow Court
Tampa, Florida 33647

Edward M Pereira

Signature of Incorporator:



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 VIII

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 Third 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 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 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.

Article VIII

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.

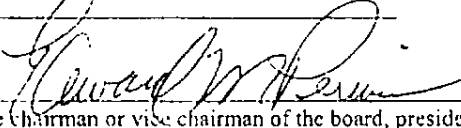
The date of each amendment(s) adoption: December 6th, 2017, if other than the date this document was signed.

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.

Dated December, 6th, 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)

Edward M Pereira
(Typed or printed name of person signing)

Chairman/Chief Executive Officer
(Title of person signing)