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DIVISION OF CORPORATIONS
2018 MAY 29 PM 4:10

MAY 30 2018
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APR 05 2018
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FLORIDA ENTREPRENEUR LAW, P.A.

May 21, 2018

Att:

Cheryl R. McNair

Florida Division of Corporations

Regulatory Specialist II

PO Box 6327

Tallahassee, FL 32314

Office: (850) 245-6838

Re: **Letter Number: 018A00006893**

Re: **REJECTION OF ARTICLES OF AMENDMENT**

Document Number: N18000002836

Dear Ms. McNair,

Enclosed please find the Amended Articles to Nationwide University Inc. containing the required written acceptance by the registered agent, and the registered agent's signature. The check for \$35.00 was already previously received and deposited by the Florida Division of Corporations. Please do not hesitate to contact me directly at (305)989-9600 if there is anything else that is necessary to complete the Amendment. Thank you.

Cordially,

/s/ Michelle K. Suarez

Michelle K. Suarez, Esq., Partner

12555 Orange Drive, Suite 4031
Davie, FL 33330
Office: (954)361-4238
Direct: (305) 989-9600
Email: MSuarez@FloridaEntrepreneurLaw.com
<http://FloridaEntrepreneurLaw.com>

RECEIVED
18 MAY 29 PM 3:35
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
200 MAY 29 PM 4:10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Nationwide University Inc.

DOCUMENT NUMBER: N18000002836

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

Please return all correspondence concerning this matter to the following:

Michelle Suarez Esq.
(Name of Contact Person)

Florida Entrepreneur Law, P.A.
(Firm/ Company)

12555 Orange Drive, Suite 4031
(Address)

Davie, FL 33330
(City/ State and Zip Code)

MSuarez@FloridaEntrepreneurLaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michelle Suarez at (905) 989-9600
(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

**AMENDED ARTICLES OF INCORPORATION OF
NATIONWIDE UNIVERSITY, INC.,
A Florida Not-For-Profit Corporation**

ARTICLE I. NAME

The name of this Not for Profit Corporation is Nationwide University, Inc.

ARTICLE II. ADDRESS

The address of the principal office of the corporation is 1000 W McNab Road Suite 318, Pompano Beach, FL 33069.

ARTICLE III. COMMENCEMENT AND DURATION

The existence of the corporation will commence on the date of filing of these articles of Incorporation by the Department of State of the State of Florida. The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

The corporation is a not-for-profit corporation. The general purpose for which the corporation is organized is to educate and mentor students, to create new possibilities, and to provide valuable service to our community. This general purpose shall include the setting of standards of performance, the setting of standards of ethical conduct, the entry into contracts and agreements with others to meet these purposes, promoting the recognition and acceptance of the corporation and its purpose, and promoting the not-for-profit. The corporation may undertake any action necessary to further these purposes. The corporation shall not, as its primary activity, engage in a regular business of a kind ordinarily carried on for profit.

ARTICLE V. MEMBERSHIP

Membership is maintained contractually by agreement with the member as set forth in the Bylaws. Applicants who do not satisfy the acceptance criteria or who fail to continue to maintain the minimum criteria for membership shall be removed from the membership roles as set forth in the Bylaws. By applying for and accepting membership in the corporation, the members acknowledge and accept the strict criteria and the need to maintain ongoing compliance with membership criteria.

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DIVISION OF CORPORATIONS
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ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the corporation's registered office is 1000 W McNab Road Suite 318, Pompano Beach, FL 33069. The initial registered agent for the corporation at that address is Michelle Suarez. I, Michelle K. Suarez, am hereby familiar with and accept the duties and responsibilities as registered agent for Nationwide University, Inc.

/s/ Michelle Suarez
(electronically signed)
Michelle K. Suarez, Esq.

ARTICLE VII. BOARD OF DIRECTORS

- (a) The initial board of directors shall consist of three (3) members. The election of directors shall take place as set forth in the bylaws;
- (b) The board of directors shall elect the following: Deborah Matherly as President and any other officers which the Bylaws of this corporation authorize the directors to elect;
- (c) The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Address
Richard Matherly	1820 NW 103 Ave Plantation, FL 33322
Deborah Matherly	1820 NW 103 Ave Plantation, FL 33322
Rachael Candice Smith	10438 SW 49 Place Cooper City, FL 33328

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator is Deborah Matherly, whose address is 1820 NW 103 Ave Plantation, FL 33322.

/s/ Debra S. Matherly (electronically signed)

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

ARTICLE X. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to its purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or other member of this corporation, or to the benefit of any private individual.

ARTICLE XI. DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for the education and mentorship of students, and which has established its tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII. AMENDMENTS

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors, and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on 26th day of March, 2018.

/s/ Debora Matherly
Deborah Matherly, President/Director