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(City/State/Zip/Phone #)

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(Business Entity Name)

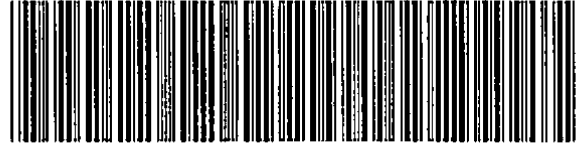
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Amended
Restate
MAY 26 2020
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Educational Visions, Inc.

DOCUMENT NUMBER: N18000009943

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

Please return all correspondence concerning this matter to the following:

Carrie Lavagna

(Name of Contact Person)

Lavagna Law PLLC

(Firm/ Company)

1805 S. Kanner Highway

(Address)

Stuart, FL 34994

(City/ State and Zip Code)

carrie@lavagnalaw.com

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

For further information concerning this matter, please call:

Carrie Lavagna

772

286-7521

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)

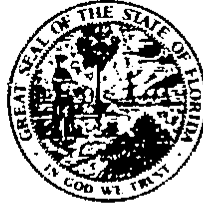
☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 7, 2020

CARRIE LAVARGNA
1805 S. KANNER HIGHWAY
STUART, FL 34994

SUBJECT: EDUCATIONAL VISIONS, INC.
Ref. Number: N18000009943

We have received your document for EDUCATIONAL VISIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 520A00009419

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2020 MAY 21 AM 9:11

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EDUCATIONAL VISIONS, INC.
(A Not For Profit Corporation)**

Article One: Name

The name of this Corporation ("Corporation") shall be "EDUCATIONAL VISIONS, INC."

Article Two: Duration

The Corporation shall have perpetual existence.

Article Three: Principal Office

The principal place of business and mailing address of this Corporation shall be 2684 SW Greenwich Way, Palm City, Florida 34990.

Article Four: Purpose

1. The Corporation is not-for-profit and is organized and shall be operated exclusively for education and support for children in need, internationally and within the United States. The Corporation shall operate as described in Section 501(c)(3) of the Internal Revenue Code.

2. No part of the earnings of the Corporation shall inure to the benefit of any member, Director or Officer of the Corporation, or any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no member, Director or Officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

3. The Corporation shall not participate, directly or indirectly, or intervene (including the publishing or distribution of statements) in any political campaign or act on behalf or in opposition to any candidate for public office nor attempt to influence legislation as a substantial part of its activities. The Corporation shall not have the objectives nor engage in activities which would characterize it as an "action organization" as defined in the Treasury Regulations.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 of the corresponding provision of any future United States Internal Revenue law.

5. Upon dissolution of the Corporation, its assets shall be distributed to a not for profit Corporation with the 501(c)(3) designation and whose principal purpose is the education and support for children in need, internationally and within the United States.

Article Five: Capital Stock

The Corporation is a non-stock corporation and shall have no authority to issue any capital stock.

Article Six: Board of Directors

The powers of this Corporation shall be managed and its affairs conducted by a Board of Directors composed of three (3) members and whose replacements shall thereafter be named by the remaining members of the Board of Directors as provided in the corporate Bylaws. The terms of office for members of the Board of Directors shall be as provided in the Bylaws and the number of Directors may be increased or decreased from time to time as the Board may determine, however the number of Directors shall not be less than one (1). The names and address of the current Directors are set forth below:

DIANNE MCCAUGHEY
2684 SW Greenwich Way
Palm City, Florida 34990

JANELLA DENNIS
10649 Quail Ridge Drive
Ponte Vedra, Florida 32081

CARRIE LAVARGNA
1805 S. Kanner Highway
Stuart, Florida 34994

Article Seven: Indemnification

The Corporation shall indemnify each director and officer of the Corporation from

and against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States. This provisions shall be in addition to any other rights to which those indemnified may be entitled under any bylaw, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and is to continue to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

Article Eight: Amendments

These Articles of Incorporation may be amended by the act of the Board of Directors of the Corporation in the manner provided in the Bylaws of the Corporation.

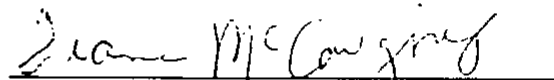
Article Nine: Registered Agent and Address

The street address of the registered office of this Corporation is 2684 SW Greenwich Way, Palm City, Florida 34990 and the name and street address of the initial registered agent is: Dianne McCaughey, 2684 SW Greenwich Way, Palm City, Florida 34990.

Article Ten: Adoption

These Amended and Restated Articles of Incorporation were unanimously adopted by its Board of Directors on March 30, 2020. The Corporation does not have any members and therefore no members entitled to vote on the adoption of these Amended and Restated Articles of Incorporation.

The undersigned has executed these Articles of Incorporation as of the 30th day of March, 2020.


DIANNE MCCAUGHEY


JANELLA DENNIS


CARRIE LAVARGNA

STATEMENT OF CHANGE OF REGISTERED AGENT

Name of corporation: Educational Visions, Inc.

Principal office address: 2684 SW Greenwich Way, Palm City, FL 34990

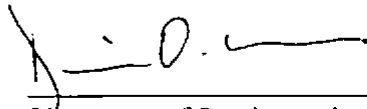
Date of incorporation and qualification: 9/14/2018

Documents number: N18000009943

The name and street address of new registered agent, changed in the Amended and Restated Articles of Incorporation dated March 30, 2020 is:

Dianne McCaughey
2684 SW Greenwich Way
Palm City, FL 34990

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.



Signature of Registered Agent
Dianne McCaughey

5/18/20

Date