

N18000011461

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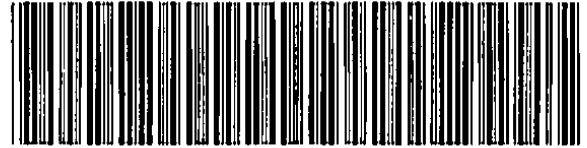
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 14, 2021

VIVIANA MEJIA
6710 N ARMENIA AVE
TAMPA, FL 33604

SUBJECT: THREE LETTERS LEARNING CENTER INC
Ref. Number: N18000011461

We have received your document and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

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 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.

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.

Susan Tallent
Regulatory Specialist II

Letter Number: 420A00024841



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 10, 2020

VIVIANA MEJIA
6710 N ARMENIA AVE
TAMPA, FL 33604

SUBJECT: THREE LETTERS LEARNING CENTER INC
Ref. Number: N18000011461

We have received your document and check(s) totaling \$70.00. 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 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.

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.

Susan Tallent
Regulatory Specialist II

Letter Number: 420A00024841

THREE LETTERS LEARNING CENTER INC.

April 30, 2020

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **THREE LETTERS LEARNING CENTER INC.**

To Whom It May Concern:

Please find enclosed the original Amended Articles of Incorporation for the above referenced corporation, along with two (2) copies.

Please file the original Amended Articles of Incorporation upon receipt. Once filed please return the duly endorsed copy to the undersigned.

Enclosed is a check/money order in the amount of \$70.00 to cover the applicable fees. Please contact the undersigned us should there be any problems or questions regarding these documents.

Sincerely,

THREE LETTERS LEARNING CENTER INC.

By: 

Viviana Mejia, President/Director
6710 N Armonia Ave., Tampa, FL 33604
(813) 933-1986

AMENDED ARTICLES OF INCORPORATION
OF
THREE LETTERS LEARNING CENTER INC.

The undersigned Viviana Mejia as incorporator of a nonprofit corporation under the Florida Statutes 617.1006 adopts the following amended articles of incorporation:

Article I: Name

The name of this corporation shall be: **THREE LETTERS LEARNING CENTER INC.**

Article II: Principal Office

The place in this state where the principal office of corporation is to be located is 6710 N Armenia Avenue, Tampa, Florida 33604 Hillsborough County.

Articles III: Detailed Description of Purposes

- (a) The specific and primary purposes for which this corporation is formed are as follows: This corporation is organized exclusively for charitable purpose or for religious purposes or for scientific purposes or for literary or educational purposes, specifically for providing funding other supplemental provisions for day care services for low-income families and single parent households with children ages 0 to 6 years old and the like, including, for such purpose or purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.
- (b) The general purposes for which this corporation is formed are as follows:
 - (1) To acquire or otherwise, own, and enjoy in fee simple, or otherwise, any personal, real or mixed property necessary for the uses and purposes of this corporation; and to dispose of the same at the pleasure of the corporation and for the users and purposes for which this corporation is formed.

(2) To enter into the lawful contracts and obligations essential or convenient for the transaction of the affairs of the corporation and to borrow money and issue notes, bills and evidence of indebtedness or mortgage, as the corporation may deem advisable, within the limits approved by its bylaws, and do any other thing necessary, suitable and proper for the accomplishment of any objects specified here or which may at any time appear conducive to or expedient for the interest or benefits of this corporations or its members.

(3) To expend monies received, collected or earned by this corporation from all sources for the payment and discharge of all costs and obligations incurred by the corporation in carrying out the purposes for which this corporation is formed.

(4) To do all lawful things and acts which this corporation at any time shall, in the discretion of the directors deem to be in the best interest of the members and to pay all costs and expenses in connection with these acts.

Article IV: Duration

The corporation shall have perpetual duration.

Article V: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

Article VI: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

- (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (d) The corporation shall not make any investment in such a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (e) The corporation shall not make any taxable expenditures as defined in section 4942(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII: Members

The corporation may have a membership distinct from the Board of Directors as stated in the ByLaws.

Article VIII: Registration Office and Agent

Pursuant to provision of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statements in designating the Registered office/ Registered Agent in the State of Florida.

The name of the corporation: **THREE LETTERS LEARNING CENTER INC.**

The name and address of the registered agent and office are:

Viviana Mejia
6710 N Armenia Avenue
Tampa, FL 33604

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Agency Accepted:

Date: _____

By: _____
VIVIANA MEJIA

Article IX: Board of Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be three; provided, however, that the number of directors can be changed by a bylaws duly adopted pursuant to the bylaws of this corporation. The directors named in these named in these articles as the first Board of Directors shall hold office until the first meeting of members to be held on a future date at 6710 N Armenia Avenue, Tampa, FL 33604, at which tome an election of directors shall be held.

Directors elected at the first meeting and at all times thereafter shall serve for a term of one year until the second annual meeting of members following the election of directors and until the qualification of their successors in office.

Annual meetings shall be held at 12:00 noon an November 1st of each year at the principal office of the corporation or as such other places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve as the initial directors are:

Name

Article X: Incorporators

The name and address of the incorporator is:

Name

Viviana Mejia

Address

6710 N Armenia Ave., TAMPA, FL 33604

Article XII: Bylaws

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Statutes 671.1006 concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedures set forth for such action in the bylaws.

Article XIII: Property and Profits

The property of this corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to benefit of any private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purpose or purposes set forth in Article III herein.

Article XV: 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 50% of a quorum of members of the corporation.

Article XVI: Limited Liability of Directors and Officers

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

Article XVII: Effective Date

The effective date of the original Article of Incorporations was October 26, 2018.

I, the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these Articles of Incorporation on January 20, 2021.

By:


Viviana Mejia, President/ Director

The date of each amendment(s) adoption: January 20th, 2021, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

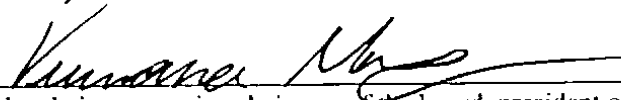
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 01/20/2021

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)

Viviana Mejia
(Typed or printed name of person signing)

President/Director
(Title of person signing)