

N20000011258

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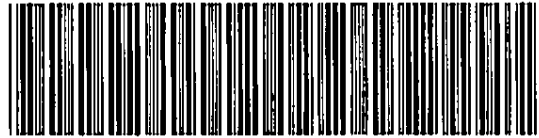
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FILED
2021 MAY -3 PM 5:47

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JUN 23 2021
ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Early Learning Opportunity Group, Inc.

DOCUMENT NUMBER: N120000011258

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

Please return all correspondence concerning this matter to the following:

Daniel V. Szemis

(Name of Contact Person)

Early Learning Opportunity Group, Inc.

(Firm/ Company)

271 1st Ave N

(Address)

Naples, FL 34102

(City/ State and Zip Code)

dvszemis@hotmail.com

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

For further information concerning this matter, please call:

Daniel V. Szemis

609

802-2291

(Name of Contact Person)

at

(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

Articles of Amendment
to
Articles of Incorporation
of

Early Learning Opportunity Group, Inc.

FILED
2021 MAY -3 PM 5:47
TALLAHASSEE, FLORIDA

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

NL20000011258

(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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

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:

N/A

(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.

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 <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)

See attached Amended Articles of Incorporation, Articles I through X replace
the original Articles of Incorporation

EARLY LEARNING OPPORTUNITY GROUP, INC.

A Florida Non-profit Corporation

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Early Learning Opportunity Group, Inc. The business of the corporation may be conducted as Early Learning Opportunity Group, Inc.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

Early Learning Opportunity Group, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The specific purpose for which this corporation is organized is to provide products and services to underprivileged families for the purpose of children's education.

3.02 Non-Profit

Early Learning Opportunity Group, Inc. is designated as a non-profit corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-profit Nature

Early Learning Opportunity Group, Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Early Learning Opportunity Group, Inc. 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Early Learning Opportunity Group, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Early Learning Opportunity Group, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Early Learning Opportunity Group, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Early Learning Opportunity Group, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Early Learning Opportunity Group, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Early Learning Opportunity Group, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this

section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V BOARD OF DIRECTORS

5.01 Governance

Early Learning Opportunity Group, Inc. shall be governed by its board of directors.

5.02 Directors

The directors of the corporation shall be:

Title: President, Secretary, and Treasurer
Daniel V. Szemis
271 1st Ave N
Naples, FL 34102 US

Title: Vice President
Mary A. Szemis
271 1st Ave N
Naples, FL 34102 US

Title: Director
Sharon A. Dragan
271 1st Ave N
Naples, FL 34102 US

Title: Director
Nina D. Szemis
271 1st Ave N
Naples, FL 34102 US

Title: Director
Melanie C. Szemis
271 1st Ave N
Naples, FL 34102 US

Title: Director
Adam Weiss
271 1st Ave N
Naples, FL 34102 US

Title: Director, Chief Technology Officer
Ed Hallisey
271 1st Ave N
Naples, FL 34102 US

ARTICLE VI

MEMBERSHIP

6.01 Membership

Early Learning Opportunity Group, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Early Learning Opportunity Group, Inc.
271 1st Ave N
Naples, FL 34102 US

The mailing address of the corporation is:

Early Learning Opportunity Group, Inc.
271 1st Ave N
Naples, FL 34102 US

ARTICLE IX APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Daniel V. Szemis
Early Learning Opportunity Group, Inc.

271 1st Ave N
Naples, FL 34102 US

ARTICLE X
INCORPORATOR

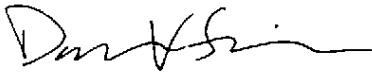
The incorporator of the corporation is as follows:

Daniel V. Szemis
271 1st Ave N
Naples, FL 34102 US


CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Early Learning Opportunity Group, Inc. were approved by the board of directors on April 9, 2021 and constitute a complete copy of Articles of Incorporation of the Early Learning Opportunity Group, Inc.

Daniel V. Szemis
271 1st Ave N
Naples, FL 34102 US

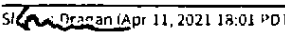


Mary A. Szemis
271 1st Ave N
Naples, FL 34102 US



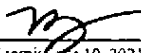
Mary Szemis (Apr 9, 2021 20:02 EDT)

Sharon A. Dragan
271 1st Ave N
Naples, FL 34102 US



Sharon Dragan (Apr 11, 2021 18:01 PDT)

Nina D. Szemis
271 1st Ave N
Naples, FL 34102 US




Nina Szemis (Apr 10, 2021 18:09 PDT)


Melanie C. Szemis
271 1st Ave N
Naples, FL 34102 US

Melanie Szemis

Adam Weiss
271 1st Ave N
Naples, FL 34102 US

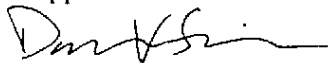

Adam Weiss (Apr 11, 2021 23:22 EDT)

Ed Hallisey
271 1st Ave N
Naples, FL 34102 US


Edward J. Hallisey (Apr 12, 2021 15:57 EDT)

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Daniel V. Szemis, agree to be the registered agent for Early Learning Opportunity Group, Inc. as appointed herein.



Daniel V. Szemis, Registered Agent

Date: April 9, 2021

EJH

Signature: 
Melanie Szemis (Apr 9, 2021 17:04 EDT)

Email: mcszemis@gmail.com

- 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 April 12, 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)

Daniel V. Szemis

(Typed or printed name of person signing)

President