

N210000000272

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(Business Entity Name)

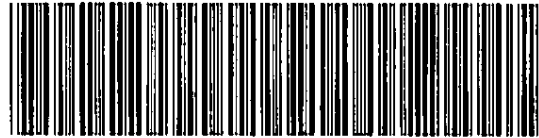
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2022 AUG -2 AM 10:27

AUG 02 2022
D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: R.E.D.D LEARNING ACADEMY, INC.

DOCUMENT NUMBER: N21000000272

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

Please return all correspondence concerning this matter to the following:

Storm McCullough

(Name of Contact Person)

R.E.D.D LEARNING ACADEMY, INC.

(Firm/ Company)

401 E Las Olas Blvd, Suite 130-364

(Address)

Fort Lauderdale, FL 33301

(City/ State and Zip Code)

S.McCullough@REDDEarning.org

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

For further information concerning this matter, please call:

Storm McCullough

954

899-2920

(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:

- | | | | |
|---|--|---|--|
| <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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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RECEIVED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 3, 2022

STORM MCCULLOUGH
401 E LAS OLAS BLVD
SUITE 130-364
FORT LAUDERDALE, FL 33301

SUBJECT: R.E.D.D LEARNING ACADEMY INCORPORATED
Ref. Number: N21000000272

We have received your document for R.E.D.D LEARNING ACADEMY INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

YOU DID NOT INCLUDE ANY OFFICER(S) OR THE DATE OF ADOPTION.

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.

Anissa Butler
Regulatory Specialist II

Letter Number: 922A00012478

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
for
R.E.D.D LEARNING ACADEMY, INC
(Florida Non-Profit Corporation)
Document Number N21000000272

2022 AUG -2 AM 10:27
S. DEPT. OF REVENUE
TAX DIVISION
CORPORATION
DIVISION

STATE OF FLORIDA

THE UNDERSIGNED, each with the capacity to contract, hereby submits, executes and acknowledges, these Articles of Incorporation for the purpose of forming a corporation in compliance with Chapter 617, F.S., (Not For Profit).

ARTICLE 3. PURPOSE

Said organization 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 corresponding section of any future federal tax code.

ARTICLE 4. MANNER OF ELECTION

Election of Board members shall occur at each annual meeting of the Board of Directors. The terms of directors shall be staggered. Initial Board members shall serve staggered terms of [one and two years, or one, two, and three years]. Thereafter, Board members shall serve two-year terms with approximately one-third of the Directors elected at each annual meeting. Each director shall hold office until the annual meeting when his/her term expires and until his/her successor has been elected and qualified.

ARTICLE 5. INITIAL OFFICERS

Rontisha Evans Treasurer	401 E Las Olas Blvd, Suite 130-364	Fort Lauderdale, FL 33301
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Donna Rucker Secretary	401 E Las Olas Blvd, Suite 130-364	Fort Lauderdale, FL 33301
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ARTICLE 8. BOARD OF DIRECTORS

The Board of Directors shall manage the activities and affairs of the Corporation. The number of directors, which shall constitute the whole board, shall be from time to time fixed by or in the manner provided in the Bylaws, but in no case shall the number be less than three. The Bylaws of the corporation shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the

Corporation. However, the Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. The Corporation may in its Bylaws confer power upon its Board of Directors.

Directors of the Corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties. No member of the Board of Directors can be sued individually for monetary damage as a result of the corporation's business.

ARTICLE 9. MEETING

Meeting of members may be held outside of the State of Florida, if the Bylaws so provide. The books of the Corporation may be kept (subject to any provisions contained in the statutes) outside of the State of Florida at such places as may be from time to time designated by the Board of Directors.

ARTICLE 10. BY LAWS

The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in the manner provided by such Bylaws.

ARTICLE 11. NON-PROFIT CORPORATION

This corporation is a non-profit corporation. No part of the net earnings of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, 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 4. 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 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 Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, or (b) by a Corporation, contributions to which are deductible under Section 170 (c) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Laws.

ARTICLE 12. DISSOLUTION

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE 13. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in this certificate of incorporation, in the manner now or hereafter prescribed by the statute, and all rights conferred upon members herein are granted subject to their reservations.

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:

☒ Change PT John Doe

☐ Remove V Mike Jones

☒ Add SV Sally Smith

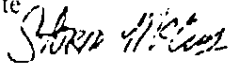
<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>EXEC D</u>	<u>RONTISHA EVANS</u>	<u>401 E LAS OLA BLVD, STE 1307</u>
<input type="checkbox"/> Add			<u>FORT LAUDERDALE, FL 33301</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>T</u>	<u>RONTISHA EVANS</u>	<u>401 E LAS OLAS BLVD, STE 130</u>
<input checked="" type="checkbox"/> Add			<u>FORT LAUDERDALE, FL 33301</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>D</u>	<u>DONNA RUCKER</u>	<u>401 E LAS OLAS BLVD., STE 130</u>
<input type="checkbox"/> Add			<u>FORT LAUDERDALE, FL 33301</u>
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>S</u>	<u>DONNA RUCKER</u>	<u>401 E LAS OLAS BLVD., STE 130</u>
<input checked="" type="checkbox"/> Add			<u>FORT LAUDERDALE, FL 33301</u>
<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			

Date of Adoption: 08-APR-2022

The amendments were adopted by the board of directors without members action and members action was not required.

08-APR-2022

Date




Required Signature of Registered Agent. Storm McCullough

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary).

08-APR-2022

Date



Required Signature of Registered Agent & President. Storm McCullough