

N73000000624

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(Business Entity Name)

(Document Number)

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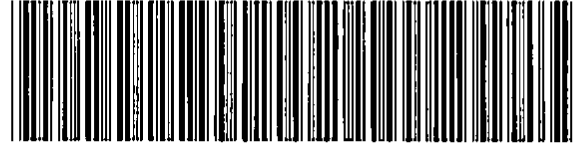
Certificates of Status _____

Special Instructions to Filing Officer:

Will wait mailed one
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one in the mail

6/21/23 Amendment
was found for the
customer. Anissa Butler

Office Use Only



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2023 JUN 21 AM 9:57

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2023 JUN 21 AM 9:32

JUN 21 2023

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: National Society of Scholar Athletes

DOCUMENT NUMBER: N23000000624

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

Please return all correspondence concerning this matter to the following:

St. Francis Smith

(Name of Contact Person)

National Society of Scholar Athletes

(Firm/ Company)

1631 Rock Springs Rd STE 371

(Address)

Apopka, Florida 32712

(City/ State and Zip Code)

natsocietyofscholarathletes@gmail.com

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

For further information concerning this matter, please call:

St. Francis Smith

352

459-1051

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:

- | | | | |
|---|--|---|--|
| <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

Articles of Amendment
to
Articles of Incorporation
of

National Society of Scholar Athletes

2023 JUN 21 AM 9:57

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

N23000000624

(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:

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:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

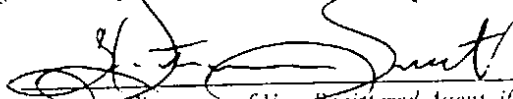
D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: St. Francis Smith
2456 Misty Cove Cir
(Florida street address)

New Registered Office Address:
Apopka, Florida 32712
(City) (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.


Signature of New Registered Agent, if changing

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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	VP	Chandler Smith	1631 Rock Springs Rd Ste 371 Apopka, Florida 32712
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	S	Danville Sue Smith	1631 Rock Springs Rd Ste 371 Apopka, Florida 32712
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)

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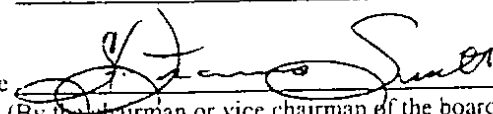
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 May 5, 2023

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)

St. Francis Smith

(Typed or printed name of person signing)

President

(Title of person signing)

ARTICLES OF INCORPORATION
OF
NATIONAL SOCIETY OF SCHOLAR ATHLETES

2022 JUN 21 AM 9:57

ARTICLE I - NAME

The name of the corporation is **NATIONAL SOCIETY OF SCHOLAR ATHLETES**

ARTICLE II - CORPORATE ADDRESS

The physical address of the corporation shall be 1631 Rock Springs Road Suite 371, Orange County, Florida 32712. The mailing address of the corporation shall be 1631 Rock Springs Road Suite 371, Orange County, Florida 32712.

ARTICLE III - CORPORATE NATURE

This is a nonprofit corporation, organized solely for charitable purposes pursuant to the Florida Corporations Not for Profit set forth in Chapter 617 of the Florida Statutes.

ARTICLE IV - DURATION

The term of existence of the corporation is perpetual.

ARTICLE V - GENERAL AND SPECIFIC PURPOSES

This program is a college preparatory community society (co-ed fraternity) program. The specific and primary purpose for this corporation is to assist 9th through 12th grade student athletes become academically eligible to receive athletic scholarships in accordance (IAW) with the National Collegiate Athletic Association (NCAA) standards. Student athletes will be provided educational support, direction, mentorship and leadership to ensure they maintain a grade point average (GPA) that affords them the opportunity to qualify for an athletic scholarship. Executive Committees will be established in each of the participating schools to ensure that the goals and objectives of

Articles of Incorporation
National Society of Scholar Athletes

the program are met. Student-led Councils will be established to ensure active involvement of student athletes that qualify for membership: i.e., 1) 9th and 10th grade student athletes actively participating in an athletic program IAW the Florida High School Athletic Association (FHSAA) or state equivalent school athletic program, and 2) 11th and 12th grade student athletes with a current 3.5 GPA in core academic courses and actively participating in a State athletic program IAW FHSAA or state equivalent school athletic program. This program is designed to qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distribution of organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations. The corporation shall be noncommercial, nonsectarian, and nonpartisan within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, or under any corresponding provision of subsequent tax laws.

ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be no less than three (3) nor more than five (5), provided, however, that such a number may be changed by a bylaw duly adopted by a majority of the Board of Directors.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

NAME

ADDRESS

President
St. Francis Smith

1631 Rock Springs Rd. PMB 371
Apopka, FL 32712

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Vice President
Chandler J. Smith

1631 Rock Springs Rd. PMB 371
Apopka, FL 32712

Secretary
Danyelle Sue Smith

1631 Rock Springs Rd. PMB 371
Apopka, FL 32712

ARTICLE VII - EARNINGS & ACTIVITIES OF CORPORATION

(a) No part of the net earnings of the corporation shall 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 V hereof.

(b) 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.

(c) Notwithstanding any other provisions 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 under Section 501(c)(3) of the Internal Revenue Code, as amended, (or the corresponding provision of any which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation, exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as amended, (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX - MEMBERSHIP

The corporation shall have no capital stock and shall be composed of Members rather than shareholders. The membership of the corporation shall consist of the individuals serving as members of the Board of Directors, and their successors in office.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator of this corporation is as follows:

NAME

St. Francis Smith

ADDRESS

1631 Rock Springs Rd PMB 371
Apopka, FL 32712

ARTICLE XI - AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation. 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 procedure set forth therefore in the Bylaws.

ARTICLE XII - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes, 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 the benefit of any private individual.

ARTICLE XIII - REGISTERED AGENT AND OFFICE

The name and Florida street address of the initial registered agent are:

NAME	ADDRESS
St. Francis Smith	2456 Misty Cove Cir Apopka, FL 32712

ARTICLE XIV - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XV - AMENDMENT OF ARTICLES

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.

I the undersigned, being the subscriber and incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida.

Articles of Incorporation
National Society of Scholar Athletes

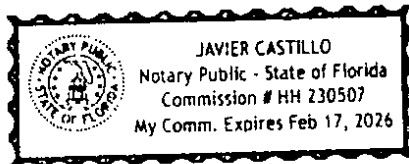
have executed these Articles of Incorporation this 9 day of May 2023.


St. Francis Smith

STATE OF FLORIDA
COUNTY OF ~~ORANGE~~ Lake

BEFORE ME, the undersigned authority, personally appeared ST. FRANCIS SMITH, who produced identification and who did take an oath and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of May 2023.

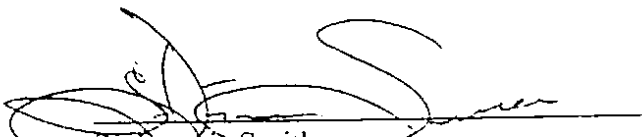



NOTARY PUBLIC

Javier Castillo
Notary Public Printed Name

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.


St. Francis Smith

5/9/23
Date

Mission Statement

Developing scholar athletes by providing educational support, direction, mentorship, and leadership to ensure the opportunity to participate in athletics at the collegiate level.

Motto

Defectum Non Est Optio.

"Failure is not an option."



CJ Smith #18, WR UGA
Mount Dora HS grad '22

National Society of Scholar Athletes

College Prep Athlete Leadership
Community Organizational Society



National Society of Scholar Athletes
1631 Rock Springs Road PMB 371
Apopka, Florida 32712