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August 17, 2011

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

NAME OF CORPORATION: **SECOND CHANCE ACADEMY, INC.**

DOCUMENT NUMBER: **N97000001502**

EIN: **52-2106075**

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

Please return all correspondence concerning this matter to the following:

**SIMUEL BURRELL
1322 ARLINGTON STREET
ORLANDO FL 32805 US**

E-mail address: **SBURRELLBPSS@AOL.COM**

For further information concerning this matter, please call: **Simuel Burrell @ 407-648-8300**

Enclosed is a check for the following amount made payable to the **Florida Department of State**:

\$43.75 Filing Fee & Certificate of Status

**Articles of Amendment
to
Articles of Incorporation
of
SECOND CHANCE ACADEMY, INC.**

N97000001502

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:

FIFTH: The specific purposes for which this corporation is organized are charitable purposes, including but not limited to, responding to community needs through the provision of information and training to community residents and business owners; to provide information to the general public on the art and skills of the shoe shine profession through conferences, seminars, and workshops; to provide job skills and life skills training; to reduce chronic unemployment of area residents and to administer community programs to improve responsibility; to offer services and programs to improve housing opportunities, economic development, and rehabilitation in neighborhoods; to offer housing facilities for the homeless, persons with disabilities or incurable diseases, the elderly or senior citizens, battered women and children, orphans, runaway minors, and ex-convicts, or persons on parole or probation; to provide alternative activities programming to youth through academic tutoring, sports, mentoring, and the arts to eliminate their involvement in gang activity, truancy, academic failure; and promote healthy marriages through individual and group counseling, seminars and workshops, financial literacy, conflict resolution, etc.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

SIXTH: The period of duration of this corporation is perpetual.

SEVENTH: Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

EIGHT: No substantial part of the activities of this corporation shall consist of carrying on

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propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

NINE: No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

TEN: Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ELEVEN: In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the as defined in Section 4941(d) of the Internal Revenue Code; 2) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 3) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 4) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

TWELVE: The Articles of Incorporation may be amended only by a two-thirds (2/3rds) majority vote of the Board of Directors in place at the time of the amendment.

The date of each amendment(s) adoption: AUGUST 1, 2011

There are no members or members entitled to vote on the amendment(s). The amendment(s) were adopted by the board of directors.

Dated

August 18, 2011

Signature

President

