

FD400000 4464

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

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Certified Copies _____

Certificates of Status _____

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2011 MAR 22 P 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
Tewis
3-22-11

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Queen for a Day, Inc.
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Debbie Edwards

Name of Person

For a Day Foundation

Firm/Company

1031 Russell Farms Road

Address

Collierville, TN 38017

City/State and Zip Code

deborahdedwards@gmail.com

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

For further information concerning this matter, please call:

Debbie Edwards

Name of Person

at (601)

942-6977

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 9, 2011

DEBBIE EDWARDS
FOR A DAY FOUNDATION
1031 RUSSELL FARMS ROAD
COLLIERVILLE, TN 38017

SUBJECT: QUEEN FOR A DAY, INC.
Ref. Number: F04000004464

We have received your document for QUEEN FOR A DAY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The above entity is a Florida corporation, the document submitted is for a Florida limited liability company. The correct form is enclosed, please complete and return to this office for processing.

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 311A00005759

RECEIVED

11 MAR 22 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

-11

CORRECTED Application Attached.

NOT FOR PROFIT CORPORATION
APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA
(Pursuant to s. 617.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FO#00004464
(Document Number of Corporation (If known))

1. Queen For A Day Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Mississippi 3. 8-2-2004
(Incorporated under laws of) (Date authorized to conduct affairs in Florida)

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2011 MAR 22 P 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/1/2009

5. For A Day Foundation Inc.
(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

n/a (New duration) (Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

n/a (New jurisdiction) (Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

n/a

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Debbie Edwards
(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Debbie Edwards
(Typed or printed name of the person signing)

V. P.
(Title of person signing)

Articles of Amendment

The undersigned persons, pursuant to Section 79-4-10.06 (if a profit corporation) or Section 79-11-305 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby execute the following document and set forth:

1. Type of Corporation

☐

Profit

☒

Nonprofit

2. Name of Corporation

Queen for a Day

3. The future effective date is
(Complete if applicable)

Upon Filing

4. Set forth the text of each amendment adopted. (Attach page)

5. If an amendment for a business corporation provides for an exchange, reclassification, or cancellation of issued shares, set forth the provisions for implementing the amendment if they are not contained in the amendment itself. (Attach page)

6. The amendment(s) was (were) adopted on

October 1, 2009

Date(s)

FOR PROFIT CORPORATION (Check the appropriate box)

Adopted by

☐

the incorporators

☐directors without shareholder action and
shareholder action was not required.

FOR NONPROFIT CORPORATION (Check the appropriate box)

Adopted by

☐

the incorporators

☒board of directors without member action and
member action was not required.

FOR PROFIT CORPORATION

7. If the amendment was approved by shareholders

(a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes of each voting group indisputably represented at the meeting were

Designation

No. of outstanding
sharesNo. of votes entitled
to be castNo. of votes
indisputably represented

102241904

Articles of Amendment



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(b) EITHER

(i) the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was

Voting group	Total no. of votes cast FOR	Total no. of votes cast AGAINST

OR

(ii) the total number of undisputed votes cast for the amendment by each voting group was

Voting group	Total no. of undisputed votes cast FOR the plan

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

FOR NONPROFIT CORPORATION

8. If the amendment was approved by the members

(a) The designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on the amendment, and the number of votes of each class indisputably represented at the meeting were

Designation	No. of memberships outstanding	No. of votes entitled to be cast	No. of votes indisputably represented

102241904

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE

P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333

Articles of Amendment



(b) EITHER

(i) the total number of votes cast for and against the amendment by each class entitled to vote separately on the amendment was

Voting class	Total no. of votes cast FOR	Total no. of votes cast AGAINST
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

OR

(ii) the total number of undisputed votes cast for the amendment by each class was

Voting class	Total no. of undisputed votes cast FOR the amendment
Bd. of Directors	2
<input type="text"/>	<input type="text"/>

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

By: Signature

(Please keep writing within blocks)

Printed Name

Jenna Edwards

Title

President

102241904

Amendment to the Articles of Amendment

The Board of Directors of Queen for a Day has resolved to and does hereby amend the Articles of Incorporation as follows:

The name of the corporation is hereby changed from **Queen for a Day** to **For a Day Foundation**.

102241904

RESOLUTION OF THE BOARD OF DIRECTORS

Pursuant to Section 79-4-8.21 of the Mississippi Business Corporation Act, which provides that any action required or permitted to be taken at a board of directors' meeting of a Mississippi business corporation may be taken without a meeting if the action is taken by all the board members entitled to vote on the action and is evidenced by one or more written consents describing the action taken which are signed by each director and delivered to the corporation for inclusion in the minutes or filing with the corporate records, with such consent to have the effect of a meeting vote. Such consent is evidenced by the signatures of the Directors of the Corporation affixed hereto.

CHANGE OF NAME

WHEREAS, Debbie Edwards and Jenna Edwards are the directors of Queen For a Day, Mississippi non-profit corporation (the "Corporation"); and

WHEREAS, Queen for a Day originally filed Articles of Incorporation with the Mississippi Secretary of State on or about June, 14, 2000, and is currently in good standing and authorized to do business in the State of Mississippi; and

WHEREAS, Debbie Edwards and Jenna Edwards as the directors have determined that it would be in the best interests of the Corporation to change the name of the Corporation from Queen for a Day to For a Day Foundation.


NOW, THEREFORE, the Board of Directors Resolve as follows:

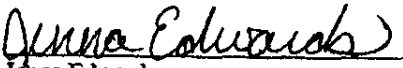
RESOLVED, that the Board of Directors hereby approves the change of the Corporation's name from Queen for a Day to For a Day Foundation.

RESOLVED, that the Corporation authorizes its officer to execute and deliver any and all documents and to take all actions deemed necessary and appropriate paperwork with the Mississippi Secretary of State to change the name of the Corporation from Queen for a Day to For a Day Foundation in the public records.

WITNESS THE SIGNATURES of the Board of Directors, effective as of October 1,

2009.


Debbie Edwards


Jenna Edwards

102241904

State of Mississippi
Office of the Secretary of State
C. Delbert Hosemann, Jr., Secretary of State
Jackson, Mississippi

CERTIFICATE

I, C. DELBERT HOSEMAN, JR., Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify as follows:

That on June 14, 2000, the State of Mississippi issued a non profit charter of incorporation/certificate of authority to FOR A DAY FOUNDATION.

That the registered office of said corporation is located at 3003 Lakeland Cove, Suite E
PO Box 13664, Flowood, MS 39232 and the registered agent at that address is Massey, G.
Michael.

That the period of duration is perpetual.

That insofar as the records of this office are concerned the said FOR A DAY FOUNDATION is in good standing at this time.



Given under my hand
and seal of office
January 28, 2011

C. Delbert Hosemann, Jr.

C. Delbert Hosemann, Jr.
Secretary of State