

709 604

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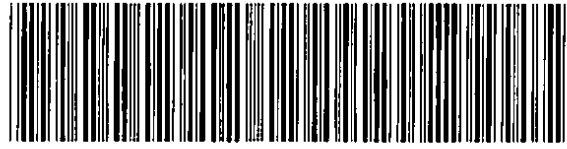
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MONTGOMERY, ALABAMA

*Handwritten signature*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 12, 2023

PALM BEACH COUNTY BAR ASSN., INC.  
1507 BELVEDERE ROAD  
WEST PALM BEACH, FL 33406

SUBJECT: PALM BEACH COUNTY BAR ASSOCIATION, INC.  
Ref. Number: 709604

We received this check with no attachments. To prevent delays in filing and improper application of fees, please return the check together with the appropriate document for processing.

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.

Tammi Cline  
Regulatory Specialist II Supervisor

Letter Number: 223A00020902

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TALLAHASSEE, FL

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SEP 26 2023

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Palm Beach County Bar Association, Inc.

**DOCUMENT NUMBER:** 709604

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

Please return all correspondence concerning this matter to the following:

Carla Tharp Brown  
(Name of Contact Person)

Palm Beach County Bar Association  
(Firm/ Company)

1507 Belvedere Road  
(Address)

West Palm Beach, FL 33406  
(City/ State and Zip Code)

ctbrown@palmbeachbar.org  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Carla Tharp Brown at 561-687-2800  
(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:

- \$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

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 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FL

**Articles of Amendment  
to  
Articles of Incorporation  
of**

Palm Beach County Bar Association

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

709604

(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:*

*(Florida street address)*

\_\_\_\_\_, Florida \_\_\_\_\_  
*(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*

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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><br>(Check One)  | <u>Title</u> | <u>Name</u> | <u>Address</u> |
|---|--------------|-------------|----------------|
| 1) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><br><input type="checkbox"/> Remove | _____        | _____       | _____          |
| 2) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><br><input type="checkbox"/> Remove | _____        | _____       | _____          |
| 3) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><input type="checkbox"/> Remove     | _____        | _____       | _____          |
| 4) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><br><input type="checkbox"/> Remove | _____        | _____       | _____          |
| 5) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><br><input type="checkbox"/> Remove | _____        | _____       | _____          |
| 6) <input type="checkbox"/> Change<br><input type="checkbox"/> Add<br><br><input type="checkbox"/> Remove | _____        | _____       | _____          |

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 STATE OF MICHIGAN  
 EAST LANSING, MICHIGAN

**E. If amending or adding additional Articles, enter change(s) here:**  
 (attach additional sheets, if necessary). (Be specific)

We have currently made changes to the following Articles: Article III Section 3, 4, 5, 6 and 7; Article VI Section 1

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The date of each amendment(s) adoption: May 5, 2023, if other than the date this document was signed.

Effective date **if applicable:** May 5, 2023  
*(no more than 90 days after amendment file date)*

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

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 August 25, 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)

Scott Smith

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)

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FOURTH AMENDED ARTICLES OF INCORPORATION  
OF  
PALM BEACH COUNTY BAR ASSOCIATION, INC.  
A Florida Not For Profit Corporation

The Palm Beach County Bar Association, originally incorporated under the laws of the State of Florida, in 1965, desires to amend its Articles of Incorporation, with all prior amendments thereto. The original Articles of Incorporation were filed on September 17, 1965, amended on March 9, 1973, July 26, 1977, and September 19, 1991, and restated on January 27, 1992.

ARTICLE I

Name

The name of the corporation shall remain PALM BEACH COUNTY BAR ASSOCIATION, INC.

ARTICLE II

Objects

The objects and purposes for which this corporation is organized are to promote and coordinate the work of The Florida Bar in Palm Beach County, to maintain the honor and dignity of the profession, to regulate the practice of and promote improvements in the law and the methods of its administration, to cultivate professional ethics and social intercourse among its members, and to discuss legal topics of general interest.

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ARTICLE III

Membership

Section 1. Regular membership of the corporation shall constitute all those members of The Florida Bar who are at the time of the adoption of these Restated Articles of Incorporation members of the Palm Beach County Bar Association, Inc. and all others who shall from time to time be elected and qualified as hereinafter provided.

Section 2. Any member of The Florida Bar in good standing, shall be eligible for election to regular membership in this corporation.

Section 3. Affiliate membership shall be available as defined by the bylaws of the Corporation. Such affiliate members shall have no voting privileges, nor shall they be permitted to hold office, be Directors, or chair any committees.

Section 4. Admission to or reinstatement of regular or affiliate membership in the corporation shall be on written application, with the endorsement of two sponsors thereon, said



sponsor to be members of the corporation in good standing. The application shall be referred to the Board of Directors for approval. With such approval, the applicant shall become a member of the corporation, provided that such admission shall be subject to, and contingent upon, the payment of dues within ten (10) days thereafter. Otherwise, the action taken upon such application shall be void.

Section 5. Suitable dues of this corporation and the amount and manner of payment thereof shall be prescribed by the Bylaws of the corporation.

Section 6. Any regular or affiliate member of the corporation may be suspended or expelled for misconduct in his relationship to the corporation or his profession, or for nonpayment of dues after due notice thereof to said delinquent member in the manner prescribed by the Bylaws.

ARTICLE IV  
Term

This corporation shall have perpetual existence.

ARTICLE V  
Recommendations

This corporation, as such, shall make no recommendations to any office of honor or profit except the Judiciary, The Florida Bar, and the American Bar Association.

ARTICLE VI

Officers

Section 1. The affairs of this corporation are to be managed by President, President-Elect, Secretary, Treasurer, Immediate Past President, the President of the Young Lawyers Section, the President of the North County Section, and at least three Directors at Large. All of such members shall be known as the Board of Directors. The President-Elect shall succeed to the office of President without election. The offices of President-Elect and Directors at large shall be filled by nomination and election from the membership annually. Election shall be by ballot and in the event of a contest for any office, election shall be by secret ballot.

Section 2. No person shall be eligible to hold the office of President of the corporation for two consecutive terms except that if the President shall fail to serve his or her full term and the President-Elect shall assume the office of President in the absence of the President, the President-Elect shall nevertheless be eligible to serve as President during the year following the next annual meeting of the corporation.

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ARTICLE VII

Bylaws

Bylaws may be adopted or amended by a two-thirds (2/3) vote of all members present at any regular meeting of the corporation or at any special meeting called for the purpose, provided notice in writing of the wording of the proposed addition or amendment has been submitted to each member at least three (3) days prior to said meeting. Bylaws may also be adopted or amended without notice by a three-quarters (3/4) vote of the members present at any regular meeting of the corporation.

ARTICLE VIII

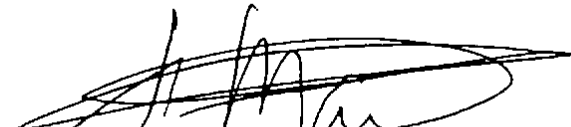
Amendments to Articles of Incorporation

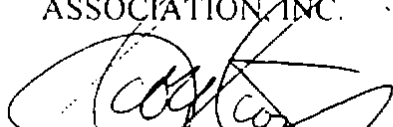
The Articles of Incorporation may be amended at any regular or regularly called meeting of the corporation by a three-quarters (3/4) vote of the members present provided notice in writing of the wording of the proposed Amendment has been submitted to each member at least three (3) days prior to said meeting.

IN WITNESS WHEREOF, the foregoing Fourth Amended Articles of Incorporation were duly adopted by the Board of Directors of the Palm Beach County Bar Association, which serve as amendment to the Articles of Incorporation of the Palm Beach County Bar Association.

WITNESS:

PALM BEACH COUNTY BAR  
ASSOCIATION, INC.

  
\_\_\_\_\_  
Jean Marie Middleton, Secretary

  
\_\_\_\_\_  
Scott Smith, President

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STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 21 day of Sept., 2023, by Scott Smith, as President for the Palm Beach County Bar Association.

Personally known \_\_\_ OR Produced Identification  
Type of Identification Produced Driver License



\_\_\_\_\_  
Notary Public – State of Florida

