

737885

St. Augustine Shores Area Volunteer Fire Dept., Inc.

4211 U.S. Highway 1 South, Suite 120

St. Augustine, FL 32086

St. Johns County Station 11

March 10, 1997

FL Dept. Of State
Div. Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002115311-4
-03/17/97-01119-005
*****87.50 *****87.50

Dear Sir/Madam,

Enclosed please find a copy of the latest Articles of Incorporation for the above corporation. The amendments were voted on by the general membership and approved at the regular business meeting on March 4th, 1997.

We have enclosed the filing fee of \$35.00 plus the additional \$52.50 for the certified copy. Thank you for your speedy filing of this amendment.

Sincerely,



Michael Tippit / Treasurer

/mt

cc: file

737885

FILED
MAR 11 1997
TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1997

MICHAEL TIPPIT
4211 U.S. HIGHWAY 1 SOUTH
SUITE 120
ST. AUGUSTINE, FL 32086

SUBJECT: ST. AUGUSTINE SHORES AREA VOLUNTEER FIRE
DEPARTMENT, INC.
Ref. Number: 737885

We have received your document for ST. AUGUSTINE SHORES AREA VOLUNTEER FIRE DEPARTMENT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Articles of Amendment.

The corporate name must be identical throughout the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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 (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 097A00014274

April 8, 1997

St. Augustine Shores Area Volunteer Fire Dept., Inc.
4211 U.S. 1 South, # 120
St. Augustine, FL 32086

FL Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

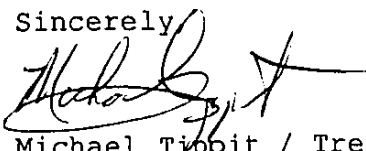
Att: Carol Mustain

RE: Letter No.: 097A00014274

Dear Ms. Mustain,

Per your request in the above referenced letter, we have made the necessary corrections to our Amendments to Articles of Incorporation, which you will find enclosed. If there is anything else we need to do, please feel free to contact us. Thank you for your help.

Sincerely



Michael Tippit / Treasurer

Film

/mt

RECEIVED
97 APR 10 AM 8:57
DIVISION OF CORPORATIONS

Enclosures: Revised Articles of Amendment to Articles of Inc.

7575
Copy 1
11/11/97
Copy

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

St. Augustine Shores Area Volunteer Fire Department, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)
Articles I thru XIV are amended as follow: (See attachment)

SECOND: The date of adoption of the amendment(s) was: March 4, 1997

THIRD: Adoption of Amendment (CHECK ONE)

- ☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

St. Augustine Shores Area Volunteer Fire Department, Inc.

Corporation Name

William Agee

Signature of Chairman, Vice Chairman, President or other officer

William Agee

Typed or printed name

President

4/7/97

Title

Date

St. Augustine Shores Area Volunteer Fire Department, Inc.

4211 U.S. Highway 1 South, Suite 120

St. Augustine, FL 32086

St. Johns County Station 11

Articles of Amendment

to

Articles of Incorporation

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted: Articles I thru XIV are amended as follows:

Filed with the Florida Secretary of State, Division of Corporations, Tallahassee, FL, January 21, 1977. Amended January 27, 1981; February 25, 1985; December 5, 1989 and *March 4, 1997.*

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to Corporations not-for-profit, under the following proposed Charter:

Article I - Name

The name of this Corporation shall be: ***St. Augustine Shores Area Volunteer Fire Department, Inc.*** (herein after referred to as "the Corporation".)

Article II - Purpose

The purpose for which this Corporation is organized is: To provide for the prevention and extinguishment of fire and the protection of life and property in case of fire or other emergency. The phrase *protection of life* shall include providing Emergency Medical Services by qualified medical personnel when conducted in accordance with programs established by the Board of County Commissioners of St. Johns County, Florida.

All members of the Corporation who are active firefighters are to be considered as *on duty* 24 hours a day. They are authorized and encouraged to assist other stations, agencies and private citizens *within the State of Florida*, as needed during emergency situations.

Articles of Amendment to Articles of Incorporation - (cont'd)

Article III - Qualifications of Members

Section 1. The membership of the Corporation shall consist of the following:

- a. The subscribers listed in Article V of these Articles of Incorporation.
- b. Any resident of Fire Protection District 11 of St. Johns County, Florida who has attained the age of eighteen (18) years of age and who is in good repute in District 11 may make application for membership in the Corporation. All applicants must pass a background check by the St. Johns County Fire Service office unless a specific waiver can be granted.
- c. Other such individuals that may request application for membership in the Corporation. These requests will be considered on a case-by-case basis, and must be approved by a majority vote of the Board of directors and the general membership of the Corporation.

Section 2. **Application for membership:**

- a. Application for membership must be made on an approved St. Johns County form. Applicants will serve up to a six (6) month probationary period, but will be eligible to share in run money after completing sixty (60) days of service. At the end of the six (6) month probationary period, or at the discretion of the Line Officers of the Station, the Chief will make a recommendation to the Board of Directors as to the applicant's suitability as a member. The Board of Directors shall in turn, consider the recommendation and present it to the general membership to approve membership, *or* to continue or terminate the probationary membership. The Chief of the Station is authorized to recommend to the Board of Directors dismissal of a probationary member (for just cause) after sixty (60) days. (*Refer to Section 4.*) All voting on the acceptance of a particular applicant will be by a majority vote of members present and voting at any regularly scheduled business meeting.
- b. An applicant's membership must be approved by a majority vote of the Board of Directors and a majority vote of the Corporation's members present and voting at a regularly scheduled business meeting.
- c. All applicants for membership must be a graduate of an accredited High School *or* be able to produce (upon request), a diploma showing graduation; or a GED diploma; or other qualification deemed acceptable by the Board of Directors.

Section 3. **Classes of Membership**

Membership in the Corporation shall be composed of three (3) classes - Active, Non-Active, and Honorary.

Articles of Amendment to Articles of Incorporation - (cont'd)

- a. *Active* members are those persons who are willing to actively participate in all activities of the Station including firefighting duties. To maintain an active status, an individual must respond to a minimum of 25% of station related activities over a three (3) month period. Points will be earned for the following:
 - 1) Each fire alarm that the individual responds to and is listed on the fire report.
 - 2) Each Chief or Board approved training session that the individual participates in
 - 3) Each medical call that the individual responds to and is listed on the report
 - 4) Each Chief or Board approved work session that the individual participates in
 - 5) Each scheduled or special meeting called by the Chief or Board that the individual attendsWhen a member fails to meet the 25% participation requirement for two (2) consecutive three (3) month periods, he (or she) will be called before the Chief and/or the Board of Directors in order to review their status in the Corporation. Only Active members shall be eligible to vote on any matter requiring the vote of the general membership of the Corporation.
- b. *Non-Active* members are those persons who are interested in supporting the Station but not actually involved in firefighting roles. Non-active members shall not be eligible to vote on any matter requiring the vote of the general membership of the Corporation.
- c. *Honorary* members are those persons who have been dedicated members of the Station for a period of at least five (5) years, *or* who have served the Station in other capacities for a period of at least five (5) years. Honorary members shall not be eligible to vote on any matter requiring the vote of the general membership of the Corporation.

Section 4. Expelling members

- a. The Corporation may expel any member for cause upon recommendation by the Chief or a Line Officer to the Board of Directors *and* a majority vote of the general membership present at any regularly scheduled business meeting. For cause may consist of:
 - 1. The member has not carried out his (or her) obligation to the Corporation
 - 2. The member neglects or refuses to comply with the provisions of these Articles of Incorporation
 - 3. The member is convicted of any felony, particularly those of arson, obstructing extinguishment of a fire, or giving false alarms
 - 4. Engaging in behavior so offensive or disreputable as to damage the image or credibility of the Station

Articles of Amendment to Articles of Incorporation - (cont'd)

5. Insubordination, disruption or contributing to the disruption of the operation of the Station, or violation of the code of ethics of the Board of Directors
- b. No member shall be expelled until he (or she) has been informed in writing of the charges against them and has been given an opportunity to be heard by the Board. The Board reserves the right to wait a period of no longer than ten (10) days from notifying the individual in writing for the person to request a hearing.
- c. An individual may be suspended from the Corporation by the Chief and/or the Board of Directors. The suspended individual has the right to appeal to the Board within ten (10) days for a hearing. Members may also be suspended for violations of station-adopted standard operating procedures and/or St. Johns County adopted guidelines.

Section 5. Ladies Auxiliary and/or Junior Auxiliary

The Board of Directors may provide for a Ladies auxiliary and/or a junior auxiliary, provided a 2/3 majority vote of the entire general membership approves of the establishment of such. Members of either auxiliary will be considered Non-Active members in the Corporation as defined in Article III, Section 3, Subsection b.

Article IV - Term of Existence

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the law.

Article V - Subscribers

The names and addresses of the original subscribers to these articles are:

Roger Schlievert	204 Phoenetia Dr.	St. Augustine, FL	32084
Gordon Davis	262 Rosario St.	St. Augustine, FL	32084
Jean Schlievert	204 Phoenetia Dr.	St. Augustine, FL	32084
Thomas Gallagher	209 Phoenetia Dr.	St. Augustine, FL	32084
Fred Grubb	226 Lily Rd.	St. Augustine, FL	32084
Fred C. Johnson	895 Santa Clara Ave.	St. Augustine, FL	32084
Robert C. Weaver	880 Alhambra Ave.	St. Augustine, FL	32084

Articles of Amendment to Articles of Incorporation - (cont'd)

Article VI - Officers

- Section 1.** The affairs of the Corporation are to be managed by the following officers: A President, Vice-President, Secretary, and Treasurer, along with a Board of Directors of not less than three (3) members, and by such other officers and agents as may be elected and/or appointed from time to time. In the event that one particular Officer holds more than one office, (e.g., President/Treasurer or Vice-President/Secretary), then the general membership will elect an additional director in order to maintain an odd number of directors. The offices of President, Vice-President, and Treasurer will be limited to members of this corporation. However, the offices of Secretary and director will be open to any reputable resident residing within Fire District 11.
- Section 2.** All officers, i.e., President, Vice-President, Treasurer, Secretary and Directors, will be elected at the annual meeting to be held in St. Augustine, Florida on the first Tuesday in March. The newly elected officers will take office on the 1st day of April following their election.
- Section 3.** All officers shall be elected for a term of one (1) year and continue in office until their successors have assumed office.
- Section 4.** If any particular office becomes vacant, the Board of Directors shall appoint an individual to fill such vacancy for the remainder of the unexpired term.
- Section 5.** The names of the officers who are to serve until the first election and entry of elected officers to their offices are:

President: Roger Schlievert
Vice-President: Gordon Davis
Secretary/Treasurer: Jean Schlievert

Article VII - Board of Directors

- Section 1.** The first Board of Directors shall consist of seven (7) members.

Articles of Amendment to Articles of Incorporation - (cont'd)

Section 2. The names and addresses of the persons who are to serve as directors until the first election and entry of elected directors to their respective offices are as follows:

Roger Schlievert	204 Phoenetia Dr.	St. Augustine, FL	32084
Gordon Davis	262 Rosario St.	St. Augustine, FL	32084
Jean Schlievert	204 Phoenetia Dr.	St. Augustine, FL	32084
Thomas Gallagher	209 Phoenetia Dr.	St. Augustine, FL	32084
Fred Grubb	226 Lily Rd.	St. Augustine, FL	32084
Fred C. Johnson	895 Santa Clara Ave.	St. Augustine, FL	32084
Robert C. Weaver	880 Alhambra Ave.	St. Augustine, FL	32084

Section 3. Persons who are elected or appointed to the offices of President, Vice-President, Secretary or Treasurer are thereby automatically elected or appointed as a director also. The other offices of director will be open to any reputable resident residing within Fire District 11 who is willing to participate in the monthly business meetings of the Station and wishes to contribute their individual expertise to the operations of running this Corporation.

Section 4. The Board of Directors shall consist of not less than three (3) nor more than seven (7) members. There shall always be an *odd* number of directors sitting on the board at any one time.

Section 5. The Board of Directors shall be the governing body of the Station and shall meet either before or following every regular or special meeting of the Station to approve or reject any action taken by the Station membership during its meeting. A majority vote of the members of the Board shall constitute a quorum.

Article VIII - By-Laws

Section 1. The By-Laws of the Corporation shall be made, altered, amended, or rescinded, by a two-thirds (2/3) vote of the members present and voting at any regularly scheduled business meeting, provided that at least twenty five percent (25%) of the general membership is present.

Article IX - Amendments to the Articles of Incorporation

Section 1. The Articles of Incorporation may be amended only by a two-thirds (2/3) vote of the members present at any regularly scheduled or special business meeting at which any vote is taken for an amendment, providing that at least twenty five percent (25%) of the general membership is present.

Articles of Amendment to Articles of Incorporation - (cont'd)

Section 2. Proposed amendments shall be presented to the Secretary in writing at any regular or special meeting. The Secretary shall thereafter give written notice to each member at least ten (10) days before the next regular or special meeting at which time the proposed amendment(s) shall be voted upon in accordance with this Article. No amendment shall be effective until after notification of filing has been received from the Secretary of State.

Article X - Principle Office

The Principle office of the Corporation shall be in care of the Secretary in office at the time, *or* the Board of Directors may designate another address as Principle Office as they may see fit.

Article XI - Principle Agent

The Principle agent for the Corporation shall be the current Secretary in office at the time, *or* the Board of Directors may designate another member as Resident Agent to accept service of process within the State of Florida. The Principle Agent shall also be responsible for the Corporate Seal.

Article XII - Powers

The Corporation shall have all the powers of Corporations, not-for-profit, as is now or may hereafter be authorized by the laws of the State of Florida.

Article XIII - Net Earnings & Activities

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the members, directors, or officers of the Corporation except when the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purpose set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting legislation, and the Corporation shall not participate in (including the publishing or distribution of statements) any political campaign, on behalf of any candidate for political office. Notwithstanding any other provision of these articles, this Organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under *Section 501 C 3* of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) for a Corporation, contributions to which are deductible under *Section 170 C 2* of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Articles of Amendment to Articles of Incorporation - (cont'd)

Article XIV - Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes that at the time qualify as an exempt organization or organizations under *Section 501 C' 3* of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not disposed of shall be disposed of by the Circuit Court of the County in which the Principle Office of the Corporation is located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECOND: The date of adoption of the amendments was March 4th, 1997.

THIRD: The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

St. Augustine Shores Area Volunteer Fire Department, Inc.

William Agee
William Agee, President

4-7-97
Date