

740931

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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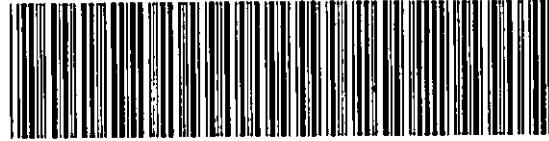
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2020 JAN 13 AM 7:06

FILED

FEB 11 2020
S. YOUNG

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Jefferson Center Foundation, Inc.

DOCUMENT NUMBER: 740931

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

Please return all correspondence concerning this matter to the following:

Megan Faubel

(Name of Contact Person)

Westminster Communities of Florida, Inc.

(Firm/ Company)

80 W. Lucerne Circle

(Address)

Orlando, FL 32801

(City/ State and Zip Code)

mfaubel@wservices.org

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

For further information concerning this matter, please call:

Megan Faubel at 407 718-2288
(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

Articles of Amendment
to
Articles of Incorporation
of
Jefferson Center Foundation, Inc.

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

740931

(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: _____

(Florida street address)

New Registered Office 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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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399
FILED

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> (Check One) | <u>Title</u> | <u>Name</u> | <u>Address</u> |
|--|--------------|--------------------------|--|
| 1) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove | <u>P</u> | <u>Susan Brucklacher</u> | <u>3317 Riviera Drive</u> <u>Sarasota, FL 34232</u> |
| 2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove | <u>T</u> | <u>James Keeney</u> | <u>4830 Shadyview Court</u> <u>Sarasota, FL 34232</u> |
| 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)

Section 2.3 of the Articles are hereby amended designating Westminster Retirement Communities, Inc., a Florida not-for-profit corporation ("WRC") or Westminster Retirement Communities Foundation, Inc., a Florida not-for-profit corporation ("WRCF") or its successors, as the organization(s) that would receive the assets of the Corporation in the event the Corporation is dissolved. This provision shall not be amended except with written approval of WRC.

- 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 January 6, 2020

Signature James D. Keeney
(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)

JAMES D. KEENEY
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

Certificate of Amendment:

The undersigned, as the President and Secretary/keeper of the minutes and records of JEFFERSON CENTER FOUNDATION, INC., certifies that the following is a true and accurate copy of an amendment to the Articles of Incorporation duly adopted at the annual meeting of Members and Directors duly called and held on January 6 2020 by unanimous written consent of all the Members and Directors.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JEFFERSON CENTER FOUNDATION, INC.
A Florida corporation not-for-profit**

KNOW ALL MEN BY THESE PRESENTS, that JEFFERSON CENTER FOUNDATION, INC., a Florida corporation not-for-profit (the "Corporation"), hereby executes these Articles of Amendment to its Articles of Incorporation pursuant to its Articles of Incorporation and Bylaws and the Florida Not For Profit Corporation Act.

(1) The original Articles of Incorporation ("Articles") were filed with the State of Florida December 2, 1977 and assigned Document number 740931.

(2) Section 2.3 of the Articles are hereby amended designating Westminster Retirement Communities, Inc., a Florida not-for-profit corporation ("WRC") or Westminster Retirement Communities Foundation, Inc., a Florida not-for-profit corporation ("WRCF") or its successors, as the organization(s) that would receive the assets of the Corporation in the event the Corporation is dissolved. This provision shall not be amended except with written approval of WRC.

(3) The foregoing Amendment was adopted and approved by the Members and Board of Directors at a meeting on January 6, 2020, by at least a 2/3 majority vote of the Members and Directors.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed in its name this 6th day of January, 2020.

**JEFFERSON CENTER FOUNDATION,
INC.**

By: James D. Keeney
James Keeney, President

By: Paul Lewis
PAUL Lewis 1/6/2020, Secretary

Certificate of Amendment:

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**JEFFERSON CENTER FOUNDATION,
INC.**

By: James D. Keene
James Keene, President

By: Paul Lewis
PAUL Lewis 1/6/2020, Secretary