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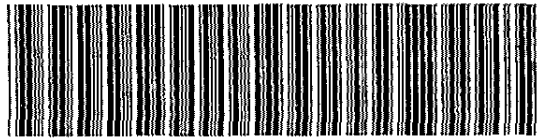
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Paralyzed Veterans Assoc of FL, INC.

DOCUMENT NUMBER: 741779

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

Please return all correspondence concerning this matter to the following:

CHUCK RIVENBURGH
(Name of Contact Person)

Paralyzed Veterans Assoc of FL, INC
(Firm/ Company)

3799 N. ANDREWS
(Address)

FORT LAUDERDALE, FL 33309
(City/ State and Zip Code)

For further information concerning this matter, please call:

CHUCK RIVENBURGH at (954) 565-8885
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED

07 MAR -5 PM 1:57

PARALYZED VETERANS ASSOCIATION OF FLORIDA, INC.

(Name of corporation as currently filed with the Florida Dept. of State) ASSEE. FLORIDA

741779

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article XIII Relationship to National Organization:

"Added" Copy attached"

Articles of Incorporation

Paralyzed Veterans Association
of Florida, Inc.

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Paralyzed Veterans Association of Florida, Inc. ARTICLES OF INCORPORATION

(Amended November 8, 2008)

PVAF State Charter

CERTIFICATE OF INCORPORATION FOR PARALYZED VETERANS ASSOCIATION OF FLORIDA, INC.

**TO: The Honorable Judge of the Circuit Court of
the Eleventh Judicial Circuit, in and for Dade
County, Florida.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the state of Florida, applicable to Corporation not for profit, under the following proposed Charter.

ARTICLE I NAME:

The name of the Corporation shall be Paralyzed Veterans Association of Florida, Inc., existing as a non-profit corporation in, and under the laws of, the state of Florida.

ARTICLE II PRINCIPAL OFFICE:

The principal office of the Corporation shall be located within the state of Florida at a location designated by the Board of Directors duly approved by the majority of the membership present at a general membership meeting which will best serve the current needs of the Corporation. The name and address of a resident agent must be kept current and on file with the Florida Department of State.

ARTICLE III PURPOSES:

A. The Corporation is organized and will be operated exclusively for charitable and educational purposes. More specifically, the purposes of the Corporation shall include, but not be limited to:

(a) To aid and assist in every way veterans of the Armed Forces of the United States who have suffered injuries or diseases of the spinal cord.

(b) To publicize the needs of such veterans through every means and channel available in order to

effectuate the fulfillment of such needs as far as possible.

(c) To promote the full participation of the spinal cord injured or diseased into society by carrying out educational programs and by acquainting the public with their needs and problems and by aiding and assisting such constituent associations which may be organized for the same purposes.

(d) To advocate and foster thorough and continuing medical research in the fields connected with injuries and diseases of the spinal cord, including research in neurosurgery, genitourinary, orthopedics, and prosthetic appliances.

(e) To advocate and foster a comprehensive and effective reconditioning program for its members, as well as all paraplegics. To include a thorough physical reconditioning program; physiotherapy; competent walking instructions; an active sports program; adequate guidance, both vocational and educational; academic and vocational education, both in hospitals and educational institutions; psychological orientations and readjustment to family and friends, and functional and diversional occupational therapy.

(f) To cooperate with other Corporations and groups engaged in similar activities with a view toward carrying out the purposes described herein above in the most effective manner.

B. In furtherance of these purposes, the Corporation shall have all powers granted to a Corporation under Florida law and the power to do all things necessary, proper and consistent with maintaining its tax-exempt status under section 501 (c)(3). All references to sections in these Articles refer to the Internal Revenue Code of 1986, as amended, or to comparable or corresponding provisions of subsequent United States Internal Revenue laws.

C. No part of the net earnings of the Corporation shall inure to the benefit or be distributed to any Director, employee or any other individual, partnership, estate, trust or corporation having a personal or private interest in the Corporation. Compensation for services actually rendered and reimbursement for

expenses actually incurred in attending to the affairs of the Corporation shall be limited to reasonable amounts. No substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation. (Except to the extent permitted by section 501 (h)). In a manner or to an extent which would disqualify the Corporation for tax exemption under section 501(c)(3). The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office (including publishing or distributing statements).

D. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activity not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501 (c)(3), or (b) a corporation, contributions to which are deductible under section 170(c)(2).

E. The Corporation shall seek sources of support and operate in such manner as will enable it to qualify as an organization that is not a private foundation within the meaning of section 509(a). However, for any period for which the Corporation may be a private foundation as defined in section 509(a), the Corporation shall be subject to the following restrictions and prohibitions:

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942.

2. The Corporation shall not engage in any act of self-dealing as defined in section 4941(d).

3. The Corporation shall not retain any excess business holdings as defined in section 4943(c).

4. The Corporation shall not make any investments in such manner as to subject it to tax under section 4944.

5. The Corporation shall not make any taxable expenditures as defined in section 4945(d).

ARTICLE IV MEMBERSHIP:

Any person desiring to be a member of this Corporation, after having met the eligibility requirements stated in the Corporation Bylaws, shall become a member upon a majority vote of the Board of Directors or the members present at a regular meeting, and payment of current annual dues where required.

ARTICLE V TERM:

The Corporation shall have perpetual existence.

ARTICLE VI SUBSCRIBERS:

The names and residences of the subscribers are as follows:

RAYMOND M. COBLENTZ
9598 SW 62nd Court, Miami, FL

NORRIS A. COOK
1101 Dunad Avenue, Opa-Locka, FL

SALVATORE A. DAMELIO
770 NE 123rd Street, North Miami, FL

WILLIAM H. DICK
795 NE 121st Street, Miami, FL

DWIGHT DIXON
331 NW 46th Street, Miami, FL

ROBERT J. MUNLEY
1510 Country Club Prado, Coral Gables, FL

ALBERT R. PERKINS
11534 NE 13th Avenue, Miami, FL

RAYMOND R. RICHTER
436 NE 76th Street, Miami, FL

NICHOLAS L. SANTANGELO
1201 NW 84th Terrace, Miami, FL

WILLIAM W. FLANNAGAN
7515 SW 79th Court, Miami, FL

CHARLES E. SOMMERVILLE
2807 NE 26th Avenue, Fort Lauderdale, FL

SETH R. FREAR
1320 Alegriano Avenue, Coral Gables, FL

ARTICLE VII OFFICERS:

Each year the members of the Corporation shall elect four officers as follows: President, Vice President, Secretary and Treasurer, in the manner provided in the bylaws of the Corporation. There may also be elected any other officers that may be provided by the bylaws of the Corporation.

The business affairs of this Corporation shall be managed by a Board of Directors. Said Board is to be composed of not less than five Directors, to be elected from and by the members of the Corporation as provided in its bylaws. All duly elected officers shall be a part of this Board of Directors. This first election of officers and directors will be held within 60 days of

the date of incorporation. Until the election of officers and directors, the corporate affairs will be under the management of the incorporators named below.

ARTICLE VIII:

The names of the Officers and Directors who are to manage all of the affairs of the Corporation until the election under the charter are as follows:

President, William H. Dick

Secretary, Norris A. Cook

ARTICLE IX BYLAWS:

Bylaws of the Corporation may be altered, amended, or repealed by two-thirds (2/3) vote of the Directors present at a meeting of the Board of Directors where a quorum is present, provided that the approved procedure, as stated in the Corporation Bylaws, is followed. The Articles of Incorporation shall be amended in the same manner.

ARTICLE X INDEBTENESS:

The highest amount of indebtedness or liability to which the Corporation may, at any time, subject itself shall be \$2 million.

ARTICLE XI VALUE OF REAL ESTATE:

The amount and value of real estate which the Corporation may hold shall be \$10 million.

ARTICLE XII DISSOLUTION:

A. In the event of the dissolution or final liquidation of the Corporation:

1. None of the property of the Corporation nor any proceeds thereof shall be distributed to or divided among any of the directors or officers of the Corporation or inure to the benefit of any individual.

2. After all liabilities and obligations of the Corporation have been paid, satisfied and discharged, or adequate provision made therefor, all the business, assets and properties of the Corporation shall be distributed to Paralyzed Veterans of America.

Witness the hands and seals of the Incorporations this 24 day of August, 1956

ARTICLE XIII RELATIONSHIP TO NATIONAL ORGANIZATION:

Section 1. The Paralyzed Veterans Association of Florida, Inc. recognizes the National Organization, known as the Paralyzed Veterans of America, chartered by the U.S. Congress, and affirms its allegiance as a subsidiary of the National Organization, its Charter, Bylaws and all rules, mandates and regulations promulgated thereto.

Section 2: The Paralyzed Veterans Association of Florida, Inc. shall perform the duties and obligations set forth in the Paralyzed Veterans of America Bylaws, Administrative Guide and Chapter Administrative Manual or other such duties and obligations as the PVA Executive Committee or Board of Directors may, from time to time, require.

Section 3: The Paralyzed Veterans Association of Florida, Inc. shall not amend its Articles of Incorporations unless it receives prior written approval of the PVA Executive Committee.

Section 4: The Paralyzed Veterans Association of Florida, Inc. shall dissolve whenever the corporation's Charter is surrendered to or revoked by the Paralyzed Veterans of America.

Section 5: In the event of dissolution of the Paralyzed Veterans Association of Florida, Inc. for any reason, any assets and property remaining after compliance with applicable provisions of state law shall be distributed to the Paralyzed Veterans of America.

William H. Dick (Seal) Norris A. Cook (Seal)

Robert J. Munley (Seal) Seth R. Frear (Seal)

William W. Flannagan (Seal)

STATE OF FLORIDA COUNTY OF DADE

Personally appeared before me, the undersigned authority, William H. Dick, to me well-known to be of the Incorporators described in the foregoing Charter of the non-profit corporation, Paralyzed Veterans Association of Florida, Inc., and acknowledged the same, and, after being by me first duly cautioned and sworn, upon his oath, deposes and says:

That it is intended and in good faith to carry out the purposes and objects set forth.

William H. Dick

Sworn to and subscribed before me this 24 day of August, 1956

Seth R. Frear

Notary Public

State of Florida at Large

APPROVAL

The above and foregoing proposed Charter having been presented for approval, and upon inspection thereof, the same having been found to be in proper form and for an object authorized by the statutes of the state of Florida in that behalf made and provided, the same is hereby approved at Dade County, Florida, this 13 day of September, 1956, and from henceforth the subscribers and their associates and successors shall be a Corporation by the name given.

William A. Herin

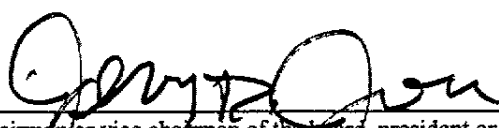
Circuit Court of the Eleventh
Judicial Circuit

The date of adoption of the amendment(s) was: November 6, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (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.

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.)

Jerry D. Jones
(Typed or printed name of person signing)

Treasurer
(Title of person signing)

FILING FEE: \$35