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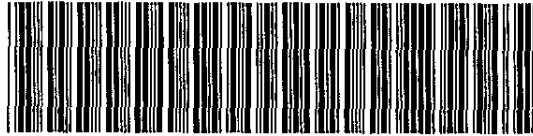
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By Amend

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: A. L. Mebane High School Alumni Association, Inc.

DOCUMENT NUMBER: N00000004427

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

Please return all correspondence concerning this matter to the following:

Marie J. Calhoun

(Name of Contact Person)

A. L. Mebane High School Alumni Association, Inc.

(Firm/ Company)

Post Office Box 628

(Address)

Alachua, Florida 32616

(City/ State and Zip Code)

For further information concerning this matter, please call:

Marie J. Calhoun

(Name of Contact Person)

at (386) 462-2539

(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 &
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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 32399

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

A. L. Mebane High school Alumni Association, Inc.

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

N00000004427

(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 III - Purpose(s) - being amended as attached.

(Attach additional pages if necessary)
(continued)

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
for
A. L. Mebane High School Alumni Association, Inc.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: **A. L. Mebane High School Alumni Association, Inc.**

ARTICLE II - Principle place of business and mailing address

Alachua Family Services Center
Alachua Elementary School
Alachua, Florida 32616

A. L. Mebane High School Alumni Assoc., Inc.
Post Office Box 628
Alachua, Florida 32616

ARTICLE III - Purpose(s)

The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under Section 501(c) (3) of the Internal Revenue Code, to include providing annual scholarships to deserving high school graduates, provide cultural enrichment and social services to the communities that comprised the former A. L. Mebane High School. To work to keep the legacy of the former students, faculty and staff of A. L. Mebane High School. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV - Officers and Duties

A. Offices

1. The officers shall be President, Vice-President, Secretary, Treasurer, Chaplain, and Parliamentarian.

The by-laws of A. L. Mebane High School Alumni Association, Inc. prescribes the title as that of President as the presiding officer, when no other special title has been assigned. In debate he or she is referred to by his or her official title and is addressed by prefixing Mr. or Madam, as the case may be, to that title. In referring to him or herself one should never use the personal pronoun; he or she should generally say, "the chair," which means the presiding officer of the assembly, regardless of whether the position is permanent or temporary. If the position is only temporary he or she is called the chairperson.

The duties are as follows: To open the session at the time at which the association is to meet, by taking the chair and calling the members to order; to announce the business before the association in the order in which it is to be acted upon; to recognize members entitled to the floor; to state and to put to vote all questions which are regularly moved, or necessarily arise in the course of the proceedings, and to announce the result of the vote; to protect the association from annoyance from evidently frivolous or dilatory motions by refusing to recognize them to assist in the expediting of business in every way compatible with the rights of the members, as by allowing brief remarks when undebateable motions are pending, if he or she thinks it advisable; to restrain the members when engaged in debate, within the rules of order; to enforce on all occasions the observance of order and decorum among the members, deciding all questions of order (subject to an appeal to the assembly by any two members) unless when in doubt he or she prefers to submit the question for the decision of the association; to inform the association, when necessary, or when referred to for the purpose, on a point of order or practice pertinent to pending business; to authenticate, by his or her signature, when necessary, all the acts, orders, and proceedings of the assembly declaring its will and in all things obeying its commands.

In case of fire, riot, or very serious disorder, or other great emergency, the President has the right and the duty to declare the assembly adjourned to some other time (and place if necessary), if it is impracticable to take a vote, or in his opinion, dangerous to delay for a vote.

The President should rise to put a question to vote, except in very small assemblies, such as boards or committees, but may state it sitting; one should also rise from their seat (without calling any one to the chair) when giving their reasons for a decision upon a point of order, or when speaking upon an appeal, which they can do in preference to other members. During debate the President should be seated and pay attention to the speaker, who is required to address their remarks to the presiding officer. He or she should always refer to them self as "the chair," thus, "The chair decides," etc., not "I decide," etc. When

a member has the floor, the President cannot interrupt, except as provided in rule 3, (see rule In Order when another has the floor) so long as there are no transgression from any of the rules of the assembly.

As a member of the association, the President is entitled to vote when the vote is by ballot (but not after the tellers have commenced to count the ballots), and in all other cases where the vote would change the result. Thus, in a case where a two-thirds vote is necessary, and his or her vote thrown with the minority would prevent the adoption of the question, the President can cast their vote; so, also, the President can vote with the minority when it will produce a tie vote and thus cause the motion to fail; but the President cannot vote twice, first to make a tie, and then to give the casting vote. Whenever a motion is made referring to the President only, or which compliments or condemns him or her with others, it should be put to vote by the Vice President if in the room, or by the Secretary, or on their failure to do so, by the maker of the motion. The chair should not hesitate to put the question on a motion to appoint delegates or a committee on account of his or her being included.

The President cannot close debate unless by order of the association, which requires a two-thirds vote; nor can the President prevent the making of legitimate motions by hurrying through the proceedings. If members are reasonably prompt in exercising their right to speak or make motions, the chair cannot prevent their doing so. If the President has hurriedly taken and announced a vote while a member is rising to address the chair, the vote is null and void, and the member must be recognized. On the other hand the President should not permit the object of a meeting to be defeated by a few factious persons using parliamentary forms with the evident object of obstructing business. In such a case the chair should refuse to entertain the dilatory or frivolous motion, and, if an appeal is taken, the chair should entertain it, and, if sustained by a large majority the President may afterwards refuse to entertain even an appeal made by the faction when evidently made merely to obstruct business. But the chair should never adopt such a course merely to expedite business, when the opposition is not factious. It is only justifiable when it is perfectly clear that the opposition is trying to obstruct business.

If it is necessary for the President to vacate the chair the Vice President, will take the chair, and in his or her absence the next officer in order should take the chair (Secretary, Treasurer, Parliamentarian, Chaplain, Financial Secretary, and Public Relations Administrator). However, if the Vice President is not in the hall, then the President has the authority, if it is necessary to vacate the chair, to appoint a chairperson pro tem., but the first adjournment puts an end to the appointment, which the association can terminate before, if it pleases, by electing another chairperson. But the regular Chairperson, knowing that he or she will be absent from a future meeting, cannot authorize another member to act in his or her place at such meeting; the secretary, or, in his or her absence, some other member should in such case call the meeting to order, and a chairperson pro tem be elected who would hold office during that session, unless such office is terminated

by the entrance of the President or the Vice President, or by the election of another Chairperson pro tem., which may be done by a majority vote.

The President sometimes calls a member to the chair and takes part in the debate. This should rarely be done, and nothing can justify it in a case where much feeling is shown and there is a liability to difficulty in preserving order. If the President has even the appearance of being a partisan, he loses much of his ability to control those who are on the opposite side of the question. There is nothing to justify the unfortunate habit some Presidents have of constantly speaking on questions before the assembly, even interrupting the member who has the floor. One who expects to take an active part in debate should never accept the chair, or at least should not resume the chair, after having made his speech, until after the pending question is disposed of. The presiding officer of a large assembly should never be chosen for any reason except his ability to preside.

The President should not only be familiar with parliamentary usage, and set the example of strict conformity thereto, but he or she should be a person of executive ability, capable of controlling a group. He or she should set an example of courtesy, and should never forget that to control others it is necessary to control one's self. A nervous, excited President can scarcely fail to cause trouble in a meeting. No rules will take the place of tact and common sense on the part of the President. While usually he or she need not wait for motions of routine, or for a motion to be seconded when he or she knows it is favored by others, yet if this is objected to, it is safer instantly to require the forms of parliamentary law to be observed. By general consent many things can be done that will save much time, but where the assembly is very large, or is divided and contains members who are habitually raising points of order, the most expeditious and safe course is to enforce strictly all the rules and forms of parliamentary law. The President should be especially careful after every motion is made and every vote is taken to announce the next business in order. Whenever an improper motion is made, instead of simply ruling it out of order, it is well for the chair to suggest how the desired object can be accomplished.

The by-laws state that the president can appoint committees. In such case the assembly may authorize committees, but cannot appoint or nominate them. The President, however, cannot appoint any committees except those authorized by the by-laws or by a vote of the assembly. The by-laws make the president ex-officio a member of every committee; from this the president has the rights of other members of the committees but not the obligation to attend every committee meeting.

b. Vice President - In the case of the absence of the president the vice president must preside, and In case of the illness or resignation or death of the president the vice president becomes president for the un-expired term. In addition to his duties as presiding officer, in the absence of the President, in many societies the vice-president has duties as an administrative or executive officer. Where this is desired, the by-laws should clearly set forth these duties, as they are outside of his duties as a presiding officer of the assembly,

and do not come within the scope of parliamentary law. Sometimes they have charge of different departments of work and they should be chosen with those duties in view as prescribed by the by-laws.

C. Secretary - The secretary is the recording officer of the assembly and the custodian of its records except such as are specifically assigned to others, as the treasurer's books. These records are open, however, to inspection by any member at reasonable times, and where a committee needs any records of a society for the proper performance of its duties, they should be turned over to its chairman. The same principle applies in boards and committees, their records being accessible to members of the board or committee, as the case may be, but to no others.

In addition to keeping the records of the society and the minutes of the meetings, it is the duty of the secretary to keep a register, or roll, of the members and to call the roll when required; to notify officers, committees, and delegates of their appointment, and to furnish committees with all papers referred to them, and delegates with credentials; and to sign with the president all orders on the treasurer authorized by the society, unless otherwise specified in the by-laws. The secretary should also keep one book in which the constitution, by-laws, rules of order, and standing rules should all be written, leaving every other page blank; and whenever an amendment is made to any of them, in addition to being recorded in the minutes it should be immediately entered on the page opposite to the article amended, with a reference, in red ink, to the date and page of the minutes where it is recorded.

In addition to the above duties, when there is only one secretary, it is his or her duty to send out proper notices of all called meetings, and of other meetings when necessary, and to conduct the correspondence of the association, except as otherwise provided. Where there is a Corresponding Secretary these duties devolve on him or her, as well as such others as are prescribed by the by-laws. The by-laws should always clearly define the additional duties of the corresponding secretary if any are to be imposed. When the word "secretary" is used it always refers to the recording secretary if there is more than one.

The secretary should, previous to each meeting, for the use of the chairman, make out an order of business showing in their exact order what is necessarily to come before the assembly. He or she should also have, at each meeting, a list of all standing committees, and such special committees as are in existence at the time, as well as the by-laws of the organization and its minutes. His or her desk should be near that of the chairman, and in the absence of the chairman (if there is no vice president present), when the hour for opening the session arrives, it is his or her duty to call the meeting to order, and to preside until the election of a chairman pro tem., which should take place immediately. He or she should keep a record of the proceedings, stating what was done and not what was said, unless it is to be published, and never making criticisms, favorable or otherwise, on anything said or done. This record, usually called the minutes, is kept as explained in the

next section. When a committee is appointed, the secretary should hand the names of the committee, and all papers referred to it, to the chairman of the committee, or some other of its members. He or she should indorse on the reports of committees the date of their reception, and what further action was taken upon them, and preserve them among the records, for which he or she is responsible. It is not necessary to vote that a report be "placed on file," as that should be done without a vote.

d. Treasurer - The duties of this officer is; he or she acts as a banker, merely holding the funds deposited with him or her and paying them Out On the order of the association signed by the president and the secretary. He or she is always required to make an annual report, and a monthly report which is to be in the form as prescribed by the by-laws. The annual report is to be audited by the executive board; the report should be presented to the board, with all corresponding vouchers in a timely manner for the audit to be completed prior to the first meeting of each New Year. The auditors (the executive board) having certified to the correctness, of the Treasurer's report, submit their report to the chair and the chair puts the question on adopting it, which has the effect of approving the treasurer's report, by the general society and relieving the Treasurer from responsibility in case of loss of vouchers, except in case of fraud.

It should always be remembered that the financial report is made for the information of members. The details of dates and separate payments for the same object are a hindrance to its being understood, and are useless, as it is the duty of the auditing committee to examine into details and see if the report is correct.

e. - Chaplin - duties to include but not limited to, maintaining a spiritual atmosphere within the Organization at all times.

f. - Parliamentarian - duties to include the assurance that rules of order are followed and order of members present is maintained.

2. The officers shall be elected by ballot to serve for a two-year term.
3. Officers of the corporation shall be elected by the general membership at the annual meeting and designated time, and shall continue in office until their successors are elected and qualified.
4. No member shall hold more than one elected office at a time, and no member shall be eligible to serve more than three (3) consecutive terms in the same office.

ARTICLE V - The Executive Board

A. The Executive Board

1. The elected officers of the Association shall make up the executive board.

2. The Executive Board is the legal entity charged with the management and responsibilities for the Association.
3. The Executive Board shall establish the objectives of the Association and determine the policies for the development of such objectives.
4. The Executive Board has only the power delegated it in the bylaws or by vote of the general membership.
5. The Executive Board operates under the bylaws, the parliamentary authority and any state or federal laws applying to it.
6. The Executive Board cannot delegate its power/responsibilities to others. The board may appoint committees to work under its supervision. These committees of the board report directly to the board and the responsibility for any decisions rests directly with the board.
7. The Executive Board cannot rescind or be in conflict with any action taken by the general membership.
8. Regular meetings of the Executive Board shall be called for by the President.

ARTICLE VI - Membership

- A. The membership of the organization shall not be limited to the current members.
- B. Membership is open to all former students, faculty, staff, associates and descendants of the schools as described in ARTICLE III.
- C. Any A. L. Mebane High School Associate shall be eligible for membership, provided that the A current member has proposed that Associate for membership.
- D. The annual dues for membership are \$20.00, payable no later than January 31 of every year.
- E. Lifetime membership dues are \$125.00.
- F. Annual membership is term January 1st thru December 31.
- G. Annual membership granted after November 15th will be extended for a one year period from the date membership was granted.
- H. There are no mandatory attendance requirements for members to maintain membership.
- I. Honorary membership:
 1. Can be granted to a proposed individuals or organizations for great distinction or outstanding service to the Association.
 2. All proposed person(s) or organization(s) are to be thoroughly considered by the Executive Board before recommendation for honorary membership. Honorary Membership shall be granted by a majority vote of the general membership.
 3. Honorary membership granted is for the life of the organization.
 4. All honorary members are granted the privilege of attending and speaking at meetings, and their names included on any promotional literature produced by the association.
 5. Honorary members are not allowed to make or vote motions.

ARTICLE VII- Meetings

- A. Regular meeting shall be held on the first Saturday of every month. In the event of a lack of a quorum, which will consist of five registered members, the regular meeting will be postponed until the third Sunday of the month.
- B. The annual meeting shall be held at the same time of the regular meeting for the month of December. Newly elected officers will start their fiscal year at the January regular monthly meeting.
- C. Special meetings may be called by the President at the request of any member for the transaction of only such business as is stated in the call for meeting.
- D. In the case of an emergency action needed, the Executive Board may take action by telephone concurrence of a majority of the board members. Such action shall be noted in a special memo placed in the minutes book and signed by the person obtaining such concurrence and shall be reported in the minutes of the next regular monthly meeting.

ARTICLE VIII - Committees

- A. The following committees are standing committees and the Chairperson shall be appointed by the President annually.
 - 1. Membership
 - a. Recommendations for annual membership objectives
 - b. Introduce means of meeting establish objectives
 - c. Organize annual membership drives.
 - d. Provide information to current members on activities within the Association.
 - e. Recommendations for improvements in membership.
 - f. Collection of dues for membership, record keeping of payments, mailing of notices for past due members dues - reporting record keeping to Treasury,
 - 2. Scholarship
 - a. Recommendations for annual scholarship(s) objectives.
 - b. Introduce means of meeting establish objectives.
 - c. Evaluate and make recommendations toward improvements or changes required in the criteria.
 - d. Evaluate and recommend person(s) to be rewarded scholarship(s).
 - e. Production of annual scholarship awards program.
 - 3. Calendar
 - a. Produce for an annual calendar of events for the Association
 - 1. minimum of one event per month
 - b. Make recommendations for NEW events for the Association
 - c. evaluate the benefit to the Association of events.
 - 4. Public Relations
 - a. Chairperson carries the title of Public Relations Administrator.

- b. Chairperson is nominated by the President, and approved to serve by a majority vote of the General Membership. Two-year term.
 - c. Promote the Association for means of prosperity.
 - d. Report newsworthy items to members and media (all channels).
 - e. Assist in establishing and maintaining GOODWILL for the Association throughout the communities.
- B. All standing committees are to make reports to the executive board and general membership, acting only from the directions of the board and general membership, and provide recommendations for actions to be taken.
 - C. Membership in each standing committees will be limited to a maximum of (10) ten.
 - D. Special Committees shall be created as necessary to carry on the work of the Association.
 - E. The President is ex-officio member of all committees.

ARTICLE IX - Parliamentary Authority

- A. The rules contained in the current edition of 21st Century Robert's Rules of Order shall govern the organization in all instances when they are applicable and not inconsistent with these bylaws and any other special rules the organization shall adopt.

ARTICLE X - Amendment of Bylaws

- A. These Bylaws may be amended by a majority vote of the Executive Board after the amendment has been considered at two (2) meetings, providing the amendment was in the call for the meeting.

ARTICLE XI - NON-PROFIT STATUS

- A. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, counselors, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE XII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

- A. No person, firm or corporation shall ever received any dividends from the undertaking of this corporation and upon dissolution of this organization, all of the assets remaining after the payment of costs and expenses of such dissolution shall be distributed or organizations which have qualified for exemption under Section 501(c)3 of the Internal Revenue Code or to the Federal government or to a state or local government or a public purpose, and none of the assets will be distributed to any member, officer, or counselor of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals the 20th day of October, 2005.

[Signature] (Seal)
Marie Calhoun (Seal)
[Signature] (Seal)

STATE OF FLORIDA) ss.
COUNTY OF ALACHUA)

Before me, the undersigned authority on this day personally appeared,

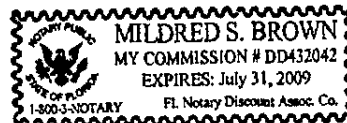
Jack D. Astell, Lorenzo Johnson, and Marie J. Calhoun
to me well known and known to me to be the persons described in and who subscribed to the foregoing Articles of Incorporation, and they severally acknowledged before me that they executed said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my signature and official seal at Gainesville, Alachua, Florida this 20th day of October, 2005.

Mildred S. Brown
Notary Public, State of Florida

(Official Seal)

My Commission Expires: 7-31-09



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

A. L. Mebane High School Alumni Association, Inc.

a corporation duly organized and existing UN the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named:

Roger King
2212 N.W. 170th Street
Newberry, FL 32669

As its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Roger King

ARTICLE XIII - Initial Registered Agent and Street Address

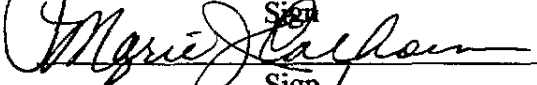
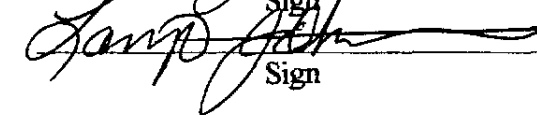
- A. The name, address, and phone number of the initial registered agent
1. Name: Roger King
 2. Address: 2212 N.W. 170th Street, Newberry, FL 32669
 3. Phone Number: (352) 472-~~3587~~7852

ARTICLE XIV - Incorporators

The name(s) and the street address(es) of the incorporator(s) for these Articles of Incorporation is (are):

The undersigned Incorporator(s) has (have) executed these Articles of Incorporation this 30th
day of October, 2005

Signature(s) of Incorporator(s)


Sign

Sign

Sign

Jack D. Postell

Typed name of Incorporator Signing

Marie J. Calhoun

Typed name of Incorporator Signing

Lorenzo Johnson

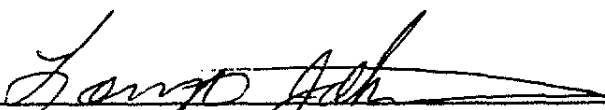
Typed name of Incorporator Signing

The date of adoption of the amendment(s) was: August 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.)

Lorenzo Johnson

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE: \$35