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Special Instructions to Filing Officer:

Office Use Only

Gave OK to correct
name of corp.
in document.
(signature)



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04/16/04--01053--005 **59.50

FILED
04 APR 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/26/04

Amended & Restated
Articles

(signature)

TRANSMITTAL LETTER

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

SUBJECT: Bruce and Betty Folkerth Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Articles of Amendment to Articles of Incorporation
Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ ^{\$9.50}~~\$87.50~~
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Reynolds & Associates CPAs, P.A.
Name (Printed or typed)

8955 Fontana Del Sol Way

Address

Naples, FL 34109

City, State & Zip

(239) 593-6006

Daytime Telephone number

Filing Fee	\$35.
Certified Copy	\$8.
Certificate of Status	\$8.
Extra Pages (7)	\$7.0
Total	\$59.

NOTE: Please provide the original and one copy of the articles.

**CERTIFICATE OF RESTATEMENT OF
ARTICLES OF INCORPORATION
OF**

FILED
04 APR 16 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**BRUCE & BETTY FOLKERTH FOUNDATION, INC.
a Florida not for profit corporation**

Pursuant to the provisions of 617.1001-1007, Florida Statutes, Bruce & Betty Folkerth Foundation, Inc. a not for profit corporation organized and existing under the laws of the State of Florida, under certificate number N04000001038 filed in the office of the Secretary of State on January 28, 2004, hereby amends and restates its Articles of Incorporation as follows:

FIRST: Attached hereto as Exhibit "A" is a copy of the Amended and Restated Articles of Incorporation of Bruce & Betty Folkerth Foundation, Inc.

SECOND: The Amended and Restated Articles of Incorporation contain amendments to the Articles of Incorporation which require approval by the board of directors of the Corporation.

THIRD: The Amended and Restated Articles of Incorporation were adopted and approved by unanimous vote of the board of directors of the Corporation on April 14, 2004. There are no members or members entitled to vote on the Amended and Restated Articles of Incorporation.

FOURTH: The Amended and Restated Articles of Incorporation supercedes the original Articles of Incorporation and all amendments thereto.

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This Certificate of Restatement executed this 14th day of April, 2004.

**BRUCE & BETTY FOLKETH
FOUNDATION, INC.**

a Florida not for profit corporation

B. L. Folkerth, Sr.

Bruce L. Folkerth, Sr., Chairman

STATE OF FLORIDA)
)
COUNTY OF COLLIER)

BEFORE ME, the undersigned authority, personally appeared Bruce L. Folkerth, Jr. Chairman of the Board of Directors of Bruce and Betty Folkerth Foundation, Inc., and he acknowledged that he executed the foregoing Amended and Restated Article of Incorporation for the uses and purposes therein expressed. Bruce L. Folkerth, Sr. is ☒ personally known to me or ☐ presented his driver's license as identification.

WITNESS my hand and seal the 14th day of April 2004.

Thomas J. Haas
Notary Public
My Commission expires _____



EXHIBIT A
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

BRUCE & BETTY FOLKERTH FOUNDATION, INC.
a Florida not for profit corporation

FILED
04 APR 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

FILED
04 APR 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**BRUCE & BETTY FOLKERTH FOUNDATION, INC.
a Florida not for profit corporation**

For the purpose of operating a not for profit corporation under the Florida Not For Profit Corporation Act, the Articles of Incorporation of the above-stated entity were filed with the Secretary of State of Florida on January 28, 2004, document number N04000001038. Pursuant to Section 617.1007 of the Florida Statutes, the following Amended and Restated Articles of Incorporation are hereby adopted:

ARTICLE I

CORPORATE NAME

The name of the not for profit corporation is Bruce & Betty Folkerth Foundation, Inc. (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be 12933 Bald Cypress Lane, Naples, FL 34119.

ARTICLE III

PURPOSE

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS

The powers of the Corporation shall be exercised, its property controlled and its affairs conducted by a board of directors. The number of directors of the Corporation shall be at least three (3), the initial directors of which are as follows: Bruce L. Folkerth, Sr., 12933 Bald Cypress Lane, Naples, FL 34119, Betty Ann Folkerth, 12933 Bald Cypress Lane, Naples, FL 34119, and Daniel Peck, Esq., 12933 Bald Cypress Lane, Naples, FL 34119. The number of members of the board of directors of the Corporation may be increased or decreased from time to time in accordance with bylaws adopted by the directors, but shall never be less than three (3) directors. The initial directors shall hold office until the first annual meeting of the corporation or until successors are elected or qualified. The directors of the Corporation shall have no right, title or interest in its income, property or assets, nor shall any portion of its income, property or assets be distributed to any director on the dissolution or winding up of this Corporation. Directors of the Corporation shall not be personally liable for any debts, liabilities or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE V

INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of the Corporation shall be Betty Ann Folkerth, 12933 Bald Cypress Lane, Naples, FL 34119.

ARTICLE VI

INDEMNIFICATION

The Corporation shall indemnify any officer, director and/or member, or any former officer, director and/or member, to the full extent of the law.

ARTICLE VII

DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of, or be distributed to, any director, officer or member, or to the benefit of any private individual, 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. This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors of this Corporation has executed these Amended and Restated Articles of Incorporation this 14 day of April, 2004.

**BRUCE & BETTY FOLKERTH
FOUNDATION, INC.**

a Florida not for profit corporation

Bruce L. Folkerth, Sr.
Bruce L. Folkerth, Sr., Chairman

STATE OF FLORIDA)
)
COUNTY OF COLLIER)

BEFORE ME, the undersigned authority, personally appeared Bruce L. Folkerth, Sr., Chairman of the Board of Directors of Bruce & Betty Folkerth Foundation, Inc., and he acknowledged that he executed the forgoing Amended and Restated Articles of Incorporation for the uses and purposes therein expressed. Bruce L. Folkerth, Sr. is (✓) personally known to me or () presented his driver's license as identification.

WITNESS my hand and seal this 14th day of April, 2004.

Thomas J. Haas
Notary Public
My Commission expires _____

