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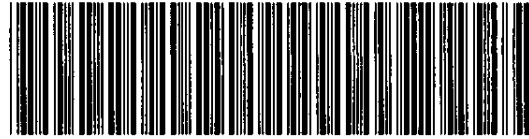
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STATE OF TEXAS
CORP. DIVISION

JUN 10 2014

C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE IMMOKALEE CHAMBER OF COMMERCE, INC.

DOCUMENT NUMBER: N04000001429

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

Please return all correspondence concerning this matter to the following:

BERNARDO BARNHART

(Name of Contact Person)

THE IMMOKALEE CHAMBER OF COMMERCE INC

(Firm/ Company)

1300 N. 15TH STREET SUITE 2

(Address)

IMMOKALEE, FL 34142

(City/ State and Zip Code)

mromero@first1bank.com

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

For further information concerning this matter, please call:

BERNARDO BARNHART at (239) 229-3697

(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:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

The Immokalee Chamber of Commerce, Inc.

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

N04000001429

(Document Number of Corporation (if known))

FILED
14 MAY 23 PM 12:20
TALLAHASSEE, FLORIDA

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:

NIA _____ 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)

NIA

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

NIA

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: NIA

(Florida street address)

New Registered Office Address:
NIA, 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.

NIA

Signature of New Registered Agent, if changing

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 type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ <u>N/A</u> _____	_____

The date of each amendment(s) adoption: 4/17/2014, if other than the date this document was signed.

Effective date if applicable: N/A
(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(s) was/were sufficient for approval.
- 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 5/20/2014

Signature X Bernardo Barnhart
(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)

Bernardo Barnhart
(Typed or printed name of person signing)

President
(Title of person signing)



Amended Articles

Immokalee Chamber of Commerce, Inc.

A Florida Non Profit Corporation

Article 1 – NAME

Section 1. The name of this corporation shall be THE IMMOKALEE CHAMBER OF COMMERCE, INC.

Article 2 – PURPOSE / POWER

Section 1. The specific and primary purpose for which the Chamber is to:

- A. Provide scholarships and grants for students, educators and educational institutions.
- B. Provide educational programs, seminars and workshops in the interest of and for the benefit of the business community.
- C. Raise funds for the direct benefit of education institutes, educational programs for the community and students.
- D. Provide recognition for outstanding educators, students, business owners and community leaders.

Section 2. The Specific powers of the Chamber which it may exercise are as follows:

- A. Encourage, solicit, receive and administer gifts, bequests, donations, grants and benefactions by deed, will or otherwise for the advancement of the corporate purposes.

Take, receive, own, hold, administer, distribute and dispose of property, gifts or donations of all kinds whether owned by it or others, whether real, personal or mixed, acquired by gift, bequest, devise or otherwise for the advancement, promotion, extension or maintenance of such purposes and posers and to acquire, take, receive, own, hold, administer, distribute and dispose of gifts or donations of property, real, personal or mixed, designated by the donors for purposes or causes fostered by the Chamber.

- B. Conduct programs and activities to carry out its purposes.
- C. Engage in any and all lawful activities consistent with these purposes.

Section 3. The Chamber shall not, as a substantial part of its activities, carry out 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 any candidate for public office.

Article 3 – MEMBERSHIP

Section 1. Membership in the Chamber shall be open to all businesses, schools, non-profits and all of the community in both Immokalee and Ave Maria.

A. Our membership dues are as follows and shall be due on the first month of the year to be accounted for the current year.

- \$100 Individual Membership
- \$125 Non Profit Membership
- \$200 Basic Membership
- \$325 Enhanced Membership
- \$1000 Elite Membership
- \$2500 Premier Membership

B. Any membership that goes more than a month delinquent will be considered a “non-member” for all chamber events, including our bi-monthly chamber breakfast meetings and will be charged as such, up until membership is brought current.

Section 3. Board of Directors Membership

A. The business of the Chamber shall be managed by a Board of Directors consisting of (15) directors, Treasurer, Secretary, Vice President and President for a total of (19) directors.

<i>Bernardo Barnhart</i>	President	First Bank
<i>Josue Rincon Jr.</i>	Vice President	Bethel Assembly of God
<i>Arthur Jay Roth</i>	Treasurer	Lutgert Insurance
<i>Gloria Rodriguez</i>	Secretary	Boys & Girls Club of Collier County

<i>Cherryle Thomas</i>	Director / Event Chair	Retired Volunteer
<i>Mariela Romero</i>	Director / Event Chair	First Bank
Joseph Hohmann	Director	Express Employment Professionals
Jose Perez Jr.	Director	DJ Bad Boy Entertainment & Party Rentals
Estil Null	Director	Null’s Notary & Tax Services
Robert Halman	Director	Collier County Public Services Division UF Extension
Edward “Ski” Olesky	Director	Lake Trafford Marina
Juan Medina	Director	The District School Board of Collier County
Cindy Lozano	Director	Collier Enterprises
Michael O’Neill	Director	Villa Cyprus
Pedro Santiago	Director	Hut Life
Chief Paul Anderson	Director	Immokalee Fire Department
Norma Garcia	Director	Immokalee Water Sewer District
Daniel Washington	Director	St. Matthew’s House
Danny Gonzalez	Director	Lozano’s Mexican Restaurant

- B. The board of Directors shall be elected and voted in for the ensuing year by the majority vote of members present or whenever the President sees fit to change directors.
- C. Each board member elected shall agree to submit a membership fee for the business they represent each January for the length of their membership as director.
- D. The President will elect three (3) Executive Voting Members to form a quorum of five (5) which shall include the President himself and the Vice President; to have control and management of the affairs and business of this Chamber.
- E. Each of the five (5) Executive Directors shall have one vote and such voting may not be done by proxy.
- F. A majority of the voting members of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held three times a year, or otherwise, when called by the President.
- G. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
- H. The President of the Chamber by virtue of the office shall be chairman of the Board of Directors.
- I. Vacancies in the Board of Directors shall be filled within (60) days by a majority vote of membership.
- J. Each Board of Director will be make an effort to support the Chamber in all its events put in place for the sole purpose of raising money for our scholarships.

ARTICLE 4 - OFFICERS

- Section 1. The President shall preside at all Board and Membership meetings, and by virtue of the office shall be chairman of the Board of Directors; appoint all committees, temporary with the approval of the board; see that all books, reports and certificates as required by law are properly kept and filed; be one of the officers who may sign the checks or drafts of the Chamber; and have such powers as may be reasonable construed as belonging to the chief executive of any foundation. In the event of a tie vote on any issue, the President shall cash the deceiving vote.
- Section 2. The Vice President shall in the event of the absence or inability of the President to exercise his or her office - become acting President of the Chamber with all rights, privileges and powers as if he or she had been the duly elected President.
- Section 3. The Treasurer or a designated member shall have the care and custody of all monies belonging to the Chamber and be one of the officers who shall sign checks or drafts of the Chamber. The designated member shall render at stated periods as the Board of Directors shall determine a written account of the finances of the Chamber and such reports shall be physically affixed to the minutes of the Board of Directors of such meeting.

Section 4. The Secretary or a designated member shall keep minutes and records of the Chamber in appropriate books, file any certificate required by any statute, federal or state, give and serve all notices to member of the Chamber, be the official custodian of the records and seal of the Chamber, submit to the Board of Directors any communication regarding the Chamber, attend to all correspondence regarding the Chamber, and exercise all duties incident to the office of Secretary.

Section 5. No officer or director shall for any reason of the office be entitled to receive any salary or compensation, but nothing shall be construed to prevent an officer or director from receiving compensation from the Chamber for duties other than as director or officer.

Section 6. Officers/Director shall serve for a period of one year or until their successor is duly elected, with an election being held at the beginning of the year.

ARTICLE 5 - FISCAL YEAR

Section 1. The fiscal year of the Chamber shall be July 1st through June 30th

ARTICLE 6 -- FINANCES

Section 1. Receipts

All money paid to the Chamber for annual membership and our rent coming in shall be placed in a general operating fund. Monies coming through for our Special Annual Events shall be placed in a different designated account, keeping all money separate for each purpose.

Section 2. Disbursements

Upon approval of the budget, the President is authorized to make disbursements on accounts and expenses provided in the budget without additional approval of the Board of Directors.

Checks may be signed by either one of the following officers; the President, Vice President, and or a third designated person of the board. By resolution adopted from time to time, the Board of Directors may authorize a fourth officer to be a signer on the checks.

Section 3. Reports

The Treasurer shall cause a monthly financial report to be made to the Board. The Treasurer and President shall employ a certified public accountant to assist the Treasurer in maintaining proper financial accounts and records and to file all tax returns required.

Section 4. Budget

As soon as possible after election of the new Board of Directors and officers, the Treasurer shall propose a budget for the coming fiscal year and submit it to the Board of Directors. Approval of the new budget shall be the prime responsibility of the new Board at its first regular meeting.

Section 5. Annual Review

The accounts of the Chamber of Commerce shall be reviewed annually as of the close of business on June 30th by a certified accountant. The review shall at all times be available to members of the Chamber within the offices of the Chamber. A certified audit of the Chamber's financial affairs shall not be required.

ARTICLE 7 – DISSOLUTION

Section 1. The Chamber shall use its funds ONLY to accomplish the objectives and purposes specified in these articles, and no part of said funds shall insure or be distributed to the members of the Chamber. On dissolution of the Chamber, any funds remaining shall be distributed in the manner described within Article 2.


ARTICLE 8 – CALENDAR OF EVENTS

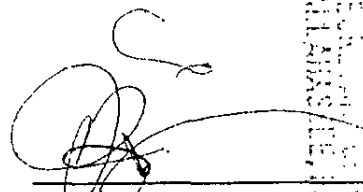
Section 1. The Secretary will present the President with a yearly calendar of events/meetings for the Chamber for approval. Upon approval, this calendar shall be sent to be printed out and passed out at our first breakfast meeting of the year and to have available for anyone who requests it at a later time.

ARTICLE 9 – AMMENDMENTS

Section 1. These articles may be amended by a two-thirds (2/3's) vote of the Executive Board of Directors, or by a majority of the members at any regular or special meeting, provided that the notice of the meeting includes the proposals for amendment and has been submitted to the board of Directors or members at least ten (10) days in advance of said meeting at which they are to be acted upon.

These articles are hereby adopted this 17 day of April, 2014.


Bernardo Barnhart, as President


Josue Rincon Jr., Vice President

14 MAY 23 PM 12:20
CHAMBER OF COMMERCE

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