

N07000000038



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*KAB*

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**FILED**  
08 MAY 13 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

G. Ocasio MAY 13 2008



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 12, 2008

ERACLIDES, JOHNS, HALL, GELMAN, ET AL  
2080 MCGREGOR BLVD.  
STE. 100  
FT. MYERS, FL 33901

SUBJECT: CERCLE DES AMIS FRANCOPHONES, INC.  
Ref. Number: N07000000038

RECEIVED  
2008 MAY 13 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for CERCLE DES AMIS FRANCOPHONES, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

You need to remove the word Second amended articles from your title. You have not filed any other amendments for this corporation, this will be the first one.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette  
Regulatory Specialist II

Letter Number: 308A00015073



# ERACLIDES, JOHNS, HALL, GELMAN, JOHANNESSEN & KEMPNER, LLP

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May 9, 2008

Cheryl Coulliette  
Regulatory Specialist II  
Florida Department of State  
Division Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Letter Number 308A00015073

CERCLE DES AMIS FRANCOPHONES, INC

ASSOCIATION DES FRANCAIS EXPATRIES, INC

Dear Ms. Coulliette:

Enclosed please find the revised Amended Articles of Incorporation for **CERCLE DES AMIS FRANCOPHONES, INC.** The Articles have been revised pursuant to your March 12, 2008 letter. I have also enclosed a copy of the articles. Please return a certified copy of the articles once they have been accepted and filed. I have enclosed a check in the amount of \$8.75 for the certified copy as well as a return envelope for your convenience.

In addition, please find enclosed an Amended Articles of Incorporation for **ASSOCIATION DES FRANCAIS EXPATRIES, INC.** Please file the amendment and return a certified copy in the enclosed return envelope. I have enclosed a check for \$35 for the filing, \$8.75 for the certified copy and a copy of the amended articles.

If you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

KATHY K.B. DUPUY-BRUNO

KDB/kdb  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 12, 2008

ERACLIDES, JOHNS, HALL, GELMAN, ET AL  
2080 MCGREGOR BLVD.  
STE. 100  
FT. MYERS, FL 33901

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Cheryl Coulliette  
Regulatory Specialist II

Letter Number: 308A00015073

**ORIGINAL**

**Amended Articles of Incorporation**  
**for**  
**Cercle Des Amis Francophones, Inc.**

**Article I**  
**Name**

The name of the corporation shall be Cercle Des Amis Francophones, Inc.

**Article II**  
**Principle Place of Business and Mailing Address**

The principle place of business of the corporation is:

132 Lake Point Lane  
Naples, FL 34112

The mailing address of the corporation is

P.O. Box 11956  
Naples, FL 34101

**Article III**  
**Purpose of the Corporation**

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 corresponding section of any future federal tax code.

**Article IV**  
**Board of Directors**

The Board of Directors shall consist of 4 members who will be elected by the members at large every two years. The initial Board of Directors of the organization are:

Brigitte vanden Hove-Smith  
132 Lake Point Lane  
Naples, FL 34112

Alex J. Dupuy  
20844 Torre Del Lago Street  
Esterro, FL 33928

**Article V**  
**Registered Agent**

**FILED**  
**08 MAY 13 AM 11:14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The corporation's registered agent shall be:

Brigitte vanden Hove-Smith  
132 Lake Point Lane  
Naples, Florida 34112

**Article VI**  
**Incorporator**

The name and address of the incorporators are:

Brigitte vanden Hove-Smith  
132 Lake Point Lane  
Naples, FL 34112

**Article VII**  
**Officers**

The officers of the corporation shall be appointed for a two-year term by the members at large. The initial officers of the corporation are:

Brigitte vanden Hove-Smith  
President  
132 Lake Point Lane  
Naples, FL 34112

Alex Dupuy  
Vice-President  
20844 Torre Del Lago Street  
Estero, FL 33928

**Article VIII**  
**Effective Date**

The effective date of the corporation shall be 01/01/2007

**Article IX**  
**Not-for Profit**

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

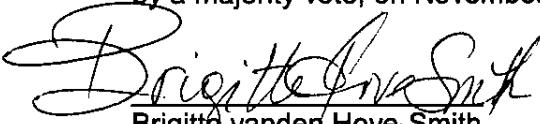
candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section 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 X**  
**Dissolution**

Upon the dissolution of the 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 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 XI**  
**Adoption of Amendment**

The Amendment to the Articles of Incorporation was adopted by the members at large, by a majority vote, on November 25, 2007.

  
Brigitte vander Hove-Smith

  
Alex J. Dupuy

Signed this 1 day of May, 2008.