

N0900000 1824

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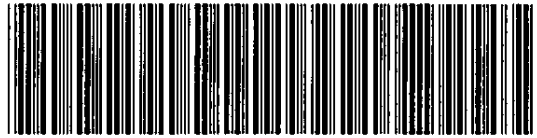
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC.

DOCUMENT NUMBER: N09000001824

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

Please return all correspondence concerning this matter to the following:

STEPHEN J. DUVAL
(Name of Contact Person)

DUVAL FIELDS CONSULTING, LLC
(Firm/ Company)

428 WALNUT STREET
(Address)

GREEN COVE SPRINGS, FL 32043
(City/ State and Zip Code)

STEVEDUVAL@DUVALFIELDS.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

STEVE DUVAL at (904) 269-1069
(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 type="checkbox"/> \$35 Filing Fee | <input checked="" 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

FILED
09 SEP 11 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

N09000001824
(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:

A. If amending name, enter the new name of the corporation:

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) _____

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

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: _____

New Registered Office Address: _____ (Florida street address)
_____, 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.

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

CLARIFICATION AND EXPANSION OF ARTICLES OF INCORPORATIONS FOR

NON PROFIT ORGANIZATION


The date of each amendment(s) adoption: FEBRUARY 24, 2009
(date of adoption is required)

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(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 9/8/09

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)

STEPHEN J. DUVAL
(Typed or printed name of person signing)

INCORPORATOR/DIRECTOR
(Title of person signing)

AMENDMENT TO
ARTICLES OF INCORPORATION
of
AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC.

ARTICLE I

NAME

The name of the Corporation is "AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC."

ARTICLE II

TERMS OF EXISTENCE

The term for which the corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE III

PURPOSE

The specific purposes and objects of the corporation, governed by Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, shall be to organize and carry on as a corporation activities exclusively for charitable, scientific, testing for public safety, literary, or educational purposes. The corporation is organized and will operate for purposes that are beneficial to the public interest. Its specific purposes are 1) lessening the burdens of government; 2) lessening of neighborhood tensions; 3) combating community deterioration and juvenile delinquency; and 4) erection or maintenance of public buildings, monuments, or works. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

SCOPE OF ACTIVITY

The corporation shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful acts and things and to engage in any and all lawful activities that may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes. Notwithstanding anything in this Articles of Incorporation to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c) of the Internal Revenue Code of 1986 and the regulations under the Internal Revenue Code as the Internal Revenue Code and such regulations now exist or as they may hereafter be amended from time to time.

ARTICLE V

PROHIBITED ACTIVITIES

Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

At all times, and notwithstanding any change in name, merger, consolidation, reorganization, termination, dissolution or winding up of this corporation, voluntary or

involuntary, or by operation of law, or any other provision of these Articles of Incorporation or any other organizational documents of the corporation:

(a) The corporation shall not possess or exercise any power or authority either expressly, by interpretation or by operation of law that will prevent it at any time from qualifying and continuing to qualify as a corporation described in Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, nor shall it engage directly or indirectly in any activity that would cause the loss of such qualification,

(b) No part of the assets or net earnings of the corporation shall be used ever, nor shall the corporation ever be organized or operated, for purposes that do not exclusively promote charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended.

(c) The corporation shall not be operated for the principal purpose of carrying on a trade or business for profit.

(d) At no time shall the corporation engage in any activities that are unlawful under the laws of the United States of America, the State of Florida or any other jurisdiction where its activities are carried on.

(e) No part of the income of the corporation shall enure to the benefit of any shareholder, member, trustee, director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets.

(f) The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Internal Revenue Code of 1986, as amended, and the corporation shall not:

(i) Engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code of 1986, as amended;

(ii) Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended;

(iii) Make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code of 1986, as amended; or

(iv) Make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended,

(g) No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI

DISSOLUTION

Upon the termination, dissolution or winding up of the corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, the City of Green Cove Springs, Florida, and in the event of dissolution the residual assets of the organization will be turned over to the City of Green Cove Springs, Florida, for exclusive public purpose.

ARTICLE VII

DIRECTORS

The corporation is to be organized on a non-stock non-membership basis.

The corporation shall have nine (9) Directors, whom are appointed by the City Council of Green Cove Springs, Florida. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below three (3). The initial Directors are:

Stephen J. DuVal
Cindy Ross
Clarence Hampshire

The address of each director is the principal office of the corporation. The method of choosing directors and the criteria used for their appointment will be stated in the bylaws.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation in the State of Florida is 428 Walnut Street, Green Cove Springs, Florida 32043, and the name of the initial registered agent of the corporation at that address is Stephen J. DuVal. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE IX

PRINCIPAL OFFICE

The initial principal office of the corporation is 428 Walnut Street, Green Cove Springs, Florida 32043. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE X

BYLAWS

The Bylaws for the corporation may be repealed, amended, or adopted only with approval by the City Council of Green Cove Springs, Florida.

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII
INCORPORATOR

The name and address of the initial incorporator of the corporation is:

Stephen J. DuVal
428 Walnut Street
Green Cove Springs, FL 32043

IN WITNESS WHEREOF, the undersigned, STEPHEN J. DUVAL, Incorporator of this corporation has executed this Amendment to the Articles of Incorporation, this 24th day of February, 2009.



Stephen J. DuVal, Incorporator

STATE OF FLORIDA)
COUNTY OF)

Before me, the undersigned authority personally appeared Stephen J. DuVal, as the Incorporator of AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC., and has acknowledged before me that he executed the above Amendment to the Articles of Incorporation for the uses and purposes therein set forth. The undersigned [X] is personally known to me or has produced N/A as identification.

Witness my hand and official seal at Green Cove Springs, Clay County, Florida this 24th day of February, 2009.

(SEAL)


Notary Public, State of Florida



CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF

AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC.

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon AUGUSTA SAVAGE ARTS & COMMUNITY CENTER, INC., a corporation organized under the laws of the State of Florida does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091 (2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 428 Walnut Street, Green Cove Springs, Florida 32043.

IN WITNESS WHEREOF, I, such designated Registered Agent; have hereunto set my

hand and seal at Green Cove Springs, Clay County, Florida, on this 2-24, 2009.



Stephen J. DuVal