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TALLAHASSEE, FLORIDA

Handwritten signature and date: 6/15/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BRAVES ROWING INC.

DOCUMENT NUMBER: N11000005483

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

Please return all correspondence concerning this matter to the following:

VICTOR YORDAN
(Name of Contact Person)

BRAVES ROWING INC.
(Firm/ Company)

1501 HAZELWOOD DRIVE
(Address)

ORLANDO FL 32806
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

VICTOR YORDAN at (407) 493-4099
(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 type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" 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

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)

SEE ATTACHED COMPLETE COPY OF ARTICLES

[illegible]

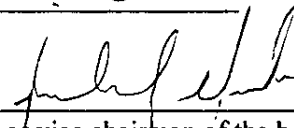
The date of each amendment(s) adoption: JUNE 10, 2011
(date of adoption is required)
Effective date if applicable: JUNE 10, 2011
(no more than 90 days after amendment file date)

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 JUNE 10, 2011

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)

VICTOR JORDAN
(Typed or printed name of person signing)

PRESIDENT, BRAVES ROWING, INC.
(Title of person signing)

The undersigned, who is a citizen of the United States, in order to form a Not for Profit corporation under the provisions of the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), hereby signs, verifies and submits the following Articles of incorporation.

Article I: Name

The name of the corporation Not for Profit shall be BRAVES ROWING, INC. (hereinafter referred to as the "The Corporation").

Article II: Duration

The Corporation shall have perpetual existence.

Article III: Purposes and Powers

3.1 Purposes: The sole purposes for which BRAVES ROWING Inc. is organized are exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501C3 of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

- A. To promote, establish, operate and maintain a scholastic, high school rowing team for The William R. Boone High School (BHS) first and foremost, a middle school rowing program for various BHS feeder middle schools within the City of Orlando, an adult rowing program , summer rowing program and a learn to row program to benefit the community.
- B. The Corporation is not organized for profit; it shall have no capital stock, and shall not be authorized to issue capital stock. Any assets obtained by The Corporation during its existence vis-a-vis grants, contributions and/or donations made to or for The William R. Boone High School rowing team shall be transferred to BHS or Orange County Public Schools ("OCPS") for the benefit of BHS upon dissolution of The Corporation.

3.2 Powers: Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of incorporation, the powers of the Corporation shall be as provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statutes. The Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in this Article III or are necessary or incidental to the powers so conferred.

Article IV: Limitations

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, officers, or other private persons, 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. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under section 501 (c)(3) of the 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 Code, or the corresponding section of any future federal tax code.

4.2 Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the 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 except for any assets obtained vis-a-vis grants, contributions and/or donations made to The William R. Boone High School which shall be transferred to BHS or OCPS for the benefit of BHS upon dissolution of The Corporation. Any such other assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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 V: Members

5. The Corporation shall have members. The qualifications for such shall be as set forth in the Bylaws of the Corporation. The members of the corporation shall have no vote regarding the day to day affairs of the Corporation. Members have the right to vote for election of the Board of Directors as set forth in the Bylaws of the Corporation. Also members have the right to vote on any proposed change to the purpose of the corporation and bylaw changes as laid out in the bylaws.

Article VI: Directors

6.1 The number of directors constituting the initial Board of Directors of the Corporation shall be six (6). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3).

6.2 The powers, duties, qualifications, terms of office, manner of election, and time and criteria for removal of directors shall be as set forth in the Bylaws of the Corporation.

6.3 Directors of this Corporation and any Officers elected by the Directors of this Corporation, in their capacity as such shall serve without compensation except for reimbursement for actual expenses.

6.4 After incorporation, the directors of the corporation shall hold an organizational meeting in accordance with chapter 617, Florida statutes, as amended, to adopt bylaws of the corporation, and to conduct other business as required by the corporation

Article VII: Director Liability Limitations

7.1 If the Florida Not For Profit Corporations Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Florida Not for Profit Corporation Act, as so amended, without need for further amendment of these Articles of Incorporation or any other action by the Board of Directors. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.

Article VIII: Indemnification and Insurance

8.1 Right to Indemnification. The Corporation shall have the power and authority to provide indemnification in accordance with the bylaws of the Corporation.

8.2 Insurance. The Corporation may maintain insurance at its expense in accordance with the bylaws of the Corporation.

Article IX: Bylaws

The Board of Directors shall adopt the initial Bylaws of the Corporation. Except to the extent otherwise provided in the Bylaws of the Corporation, the authority to make, alter, amend or repeal the Bylaws of the Corporation is vested in the Board of Directors.

Article X: Incorporator

The name and address of the incorporator of the Corporation is as follows:

Name: William Spinelli

Address: 1708 Briercliff Drive Orlando, Florida 32806

Article XI: Registered agent

Registered Office and Agent Registered office and agent: The address of the initial registered office of this Corporation is 1501 Hazelwood Drive Orlando FL 32806, and the name of the initial registered agent of this Corporation is Victor Yordan

Article XII: Initial Principal Place of Business of Corporation

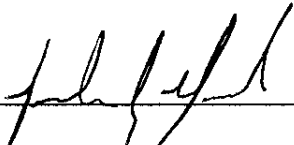
The address of the initial principal place of business of the Corporation shall be 1501 Hazelwood Drive, Orlando FL 32806.

Article XIII: Amendments

These Articles of Incorporation maybe amended after a 10 day notice to the membership, at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose, in either case upon receiving a vote of-two-thirds of the Board.

Acceptance of Appointment


I, Victor Yordan, Hereby accept the appointment of Registered Agent in the State of Florida of BRAVES ROWING, Inc. ("The Corporation"). I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of the secretary of State in the event of my resignation, or of any changes in the registered office of the Corporation for which I am agent. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in black ink, appearing to read 'Victor Yordan', is written over a horizontal line.

Victor Yordan, Registered Agent

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this

6 Day of June, 2011

A handwritten signature in black ink, appearing to read 'William Spinelli', is written over a horizontal line.
William Spinelli, Incorporator