

N92000000593

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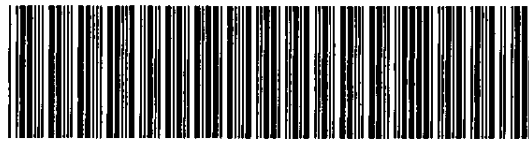
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DIVISION OF CORPORATIONS
13 FEB 11 AM 9:02

Amended/Restated
Name Chg/CC
@ 2/13/13



Gulf Coast Italian Culture Society, Inc.

Office of the Vice President

c/o A. Cagliostro.

500 The Esplanade N.#704; Venice FL 34285

E-mail: gcicscholar@gmail.com

Voice: 941-486-1441

Fax: 1-866-785-3672

To preserve and promote the cultural heritage of our Italian ancestors

February 7, 2013

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL, 32302

Re: GULF COAST ITALIAN CULTURE SOCIETY
Document No.: 92000000593

Dear Sir/Madam:

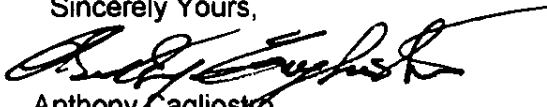
Enclosed for filing are the original and a duplicate copy of the Amended and Restated Articles of Incorporation of the re-named **Florida Not-for-Profit Corporation: Gulf Coast Italian Culture Society, Inc.**

Please return a certified copy of the submitted Amended and Restated Articles of Incorporation of the subject corporation.

Enclosed, also, is my personal check in the sum of \$43.75 to cover the Filing Fee (\$35.00) and the Certified Copy Fee (\$8.75).

Should you require further information you may contact Anthony Cagliostro at 941-485-1441 or via Email at: gcicscholar@gmail.com, or though any of the other means noted in above letterhead.

Sincerely Yours,



Anthony Cagliostro

AC:ca
Encl.

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AMENDED and RESTATED
ARTICLES OF INCORPORATION
Of
THE GULF COAST ITALIAN CULTURE SOCIETY, INC.
(Document No.: N92000000593)

Pursuant to the provisions of sections 617.1006 and 617.1007, Florida Statutes, this **Florida Not For Profit Corporation**, adopts the following amendments and restatement of its Articles of Incorporation.

FIRST: (a). Amended Name. The new name of the Corporation is: GULF COAST ITALIAN CULTURE SOCIETY, Inc.
(b). History. The initial Articles of Incorporation of the Corporation were filed with the Secretary of State on December 3, 1992. Said Articles were revised by Articles of Amendment filed on February 15, 1996. The initial name of the corporation was: The Gulf Coast Italian Culture Society, Inc.

SECOND: Location; Officials. The Corporation's principal office address, its mailing address, the name of its registered agent and the latter's registered office address as well as the names of its officers and directors are not changed, except as shown below:

<u>Type of Action</u>	<u>Title</u>	<u>Name</u>	<u>Address</u>
<u>x</u> Add	<u>D</u>	<u>Patricia Novak</u>	<u>6025 39th Court East</u> <u>Bradenton, FL 34203</u>
<u>x</u> Remove	<u>D</u>	<u>Frank Cerullo</u>	<u>1350 Main St #705</u> <u>Sarasota, FL 34236</u>

THIRD: Purposes. The purposes of the Corporation shall be:
(a). To promote, enhance and support the appreciation of the educational, cultural, social, and economic accomplishments of Americans of Italian ancestry by the people of the greater Sarasota, Florida community.
(b). To foster the enjoyment and dissemination of Italian culture, whatever its manifestation, in the greater Sarasota community.
(c). To promote understanding of the valuable contributions made to American life by Americans of Italian ancestry.
(d). To sponsor, underwrite or engage in, on its own or in conjunction with other organizations having similar or consistent purposes, cultural, educational or research projects, events or activities, and to publish and disseminate findings, guides or other public informational materials in support of its purposes.
(e). To award higher education scholarships to meritorious future leaders of Italian ancestry and provide financial support to local not for profit youth programs focused on artistic development; to endow study chairs at non profit educational institutions or otherwise support the development, implementation and evaluation of programs designed to advance the common interests of Italian-Americans.

(f). To solicit contracts, gifts, grants, bequests, devises, contributions and donations of real or personal property; to receive, maintain and apply the assets and income of the Corporation in support of its purposes; to do any other act or thing incidental to or connected with its purposes or in advancement thereof, and to have such other general or special powers as are set forth in section 617.0302, Florida Statutes, as they now are or may hereafter be granted by law.

FOURTH: Tax Exemption. (a) The Corporation is organized exclusively for charitable, educational, scientific, cultural and public benefit purposes, so as to qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986, 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 law.

(b). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third 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.

(c). Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

(d). Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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. Any such 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 are organized and operated exclusively for such purposes.

FIFTH: Duration. The duration of the Corporation shall be perpetual.

SIXTH: Directors. (a). The number of its directors shall be no less than three or more than fifteen, as may be prescribed from time to time by the By-laws of the Corporation.

(b). The qualification for membership on the board of directors shall be prescribed by the By-laws, which shall also prescribe the qualifications, rights and duties of a member of the Corporation.

(c). Said By-laws shall provide for the internal governance of the Corporation, which shall be the responsibility of the Board of Directors, and which includes, without limitation, the authority to adopt and revise By-laws, establish such committees, honorary or advisory boards, councils or other volunteer groupings, and their powers, structure, operational authority, composition and duration as, from time to time, are

deemed advisable, as well as the manner for the annual election of Board members to staggered terms of three years.

SEVENTH: Members. The Corporation has members, who are not entitled to vote on the amendment or restatement of its articles of incorporation.

EIGHTH: Adoption. At a duly called regular meeting of the Board of Directors of the corporation, held on February 7, 2013, upon motion duly made and seconded it considered a resolution to amend and restate the provisions of its Articles of Incorporation as set forth above, and upon the favorable vote of a majority thereof adopted these Amended and Restated Articles of Incorporation, and further authorized its Vice President to execute and file said Articles with the Division of Corporations of the Florida Department of State.

Dated: February 7, 2013

Signature Anthony Cagliostro
Anthony Cagliostro, Vice President, Board of Directors,
Gulf Coast Italian Culture Society, Inc.