

REALTOR® ASSOCIATION OF GREATER FORT LAUDERDALE CHARITABLE FOUNDATION

1765 N.E 26 Street | Fort Lauderdale | Florida | 33305 | 954/563-7261 | 954/568-9695

N 22230

Board of Trustees

President

Joseph R. Millsaps
Rauch, Weaver, Norfleet, Kurtz

Vice President

Myrtle T. "Andy" Anderson
Southport Realty Associates, Inc.

Secretary/ Treasurer

James Balistreri, CIPS, CRB
Balistreri Realty

Trustees

Claudette Bruck, CCIM, GRI
Multiple Choice Realty Inv.

Terry L. Cohen

Arvida Realty Services

Carol R. Metevier, CIPS, CRS
Atlantic Properties Int'l, Inc.

Advisory Board Members

Ray Barkett
The Keyes Co.

E. Guy Bass
The Guy Bass Co.

Cris Boehler
V.P. & Trust Real Estate Officer
SunTrust/South Florida N.A.

Barbara J. Campbell
Barbara Campbell & Assoc. Rlty.

Steven J. David
Florida Professional R.E., Inc.

Ted E. Drum
Drum Realty

Tom N. Edwards
Retired REALTOR

Ann Ford
Retired REALTOR

Dale G. Jundt
Jundt Associates

Jim Naugle
Mayor, City of Fort Lauderdale

Richard A. Newstreet, REALTOR

John F. Ring
Retired REALTOR

Harry J. Vordemcier, Jr.
Retired REALTOR

June 4, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: Amendment to Articles of Incorporation
Document N22230**

Gentlemen:

Enclosed are the following documents for our Foundation:

1. Completed and signed Articles of Amendment to Articles of Incorporation.
2. Original and one (1) copy of the Amended Articles signed and notarized.
3. Check for \$35.00 for filing fee.

Thank you for your assistance in this matter.

Sincerely,



Joseph R. Millsaps
President

Enclosures

700005728557--2
-06/10/02--01054--010
*****35.00 *****35.00

FILED
02 JUN 10 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

al 6/14
amend

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

REALTOR ASSOCIATION OF GREATER FORT LAUDERDALE CHARITABLE FOUNDATION, *Inc.*

(present name)

N22230

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Amendment to Article V - last sentence of the second paragraph to increase to three (from two) the number of Trustees who are currently serving as Directors of the REALTOR Association of Greater Fort Lauderdale.

SECOND: The date of adoption of the amendment(s) was: May 7, 2002

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of ~~directors~~ trustees.

Signature of Chairman, Vice Chairman, President or other officer

Joseph R. Millsaps

Typed or printed name

President

Title

4 June, 2002

Date

FILED
02 JUN 10 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
JUN 10 PM 12:24
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
OF CREATER

The name of this corporation is REALTOR ASSOCIATION OF GREATER
FORT LAUDERDALE CHARITABLE FOUNDATION, INC.

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles if this instrument is filed with the Department of State within five (5) days, exclusive of legal holidays, after said subscription and acknowledgment and if same are subsequently approved by the Department of State and all filing fees and taxes paid; otherwise, corporate existence shall begin when this instrument has been filed with the Department of State and is approved by it and all filing fees and taxes have been paid.

(1) The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

(2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Trustee or Officer of the Corporation or any member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting

one or more of its purposes), and no Trustee or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(4) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(5) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of said assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for said purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for said purposes.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1765 N.E. 26th Street, Fort Lauderdale, Florida 33305, and the name of the initial registered agent of this corporation at that address is NORMA J. HARRIS. The above registered agent and street address for the registered office is also the name and street address of the Registered Agent for service of process upon this corporation.

ARTICLE V - INITIAL BOARD OF TRUSTEES

Corporation shall have five (5) Trustees initially. The number of Trustees may be increased or decreased from time to time, but shall never be less than three (3). No said decrease shall have the effect of shortening the term of any incumbent Trustee. The names and addresses of the initial Trustees are DALE G. JUNDT, CLAUDETTE BRUCK, P. C. (BUD) PRICE, JOSEPH R. MILLSAPS and NORMA J. HARRIS, all having the address of 1765 N.E. 26th Street, Fort Lauderdale, Florida.

The first and second Trustees named above shall serve for three years. The third and fourth Trustees named above shall serve for 2 years. The fifth Trustee named above shall serve for 1 year from date of incorporation. After the expiration

of the original terms, succeeding Trustees shall serve three-year terms. In all instances, for whatever reason necessary, all additional Trustees shall be elected by the Trustees and not by the members. All Trustees must meet the qualifications at least of General membership. Not less than one nor more than three of the Trustees at any one time shall be currently serving as Directors of the REALTOR Association of Greater Fort Lauderdale, Inc.

Any Trustee may be removed, with or without cause, by the affirmative vote of the Board of Trustees at a duly called special meeting of the Board of Trustees. Members will not vote on removal of Trustees.

ARTICLE VI - MEMBERS

Members of the Corporation will be those persons who at any time after incorporation donate to the Corporation:

1. At any one time or cumulatively over a period of time the sum of \$5,000 or greater. Those persons so qualifying will have lifetime memberships after achieving said level of donation.
2. Annually the sum of \$1,000.00 up to \$5,000.00. Those persons so achieving this level of donation shall be known as benefactor members.
3. Annually the sum of \$500.00 up to \$1,000.00. Those persons so achieving this level of donation shall be known as patron members.
4. Annually the sum of \$100.00 up to \$500.00. Those persons so achieving this level of donation shall be known as general members for the year the donation is made.

Notwithstanding anything in the foregoing or elsewhere that may be to the contrary, those members other than lifetime members shall be members of the Corporation only in the calendar year during which the aforesaid donation level was achieved. In any calendar year when said donation level is not achieved, membership status shall terminate in the manner provided in the Bylaws, except for lifetime memberships.

Members so qualifying before December 31, 1987, and paying \$100.00 or more will in addition be known as founding members and membership by virtue of said initial donation shall continue through December 31, 1988.

ARTICLE VII - INCORPORATORS

The name and address of the persons signing these Articles is DALE G. JUNDT, CLAUDETTE BRUCK, P. C. (BUD) PRICE, JOSEPH R. MILLSAPS and NORMA J. HARRIS, all of whom have the address of 1765 N.E. 26th Street, Fort Lauderdale, Florida.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Trustees.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or Trustee, or any former officer or Trustee, to the full extent permitted by law.

ARTICLE X - RESERVATION

This Corporation, through its Board of Trustees, reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment thereto and any right conferred upon the membership is subject to this reservation.

Date: June 02

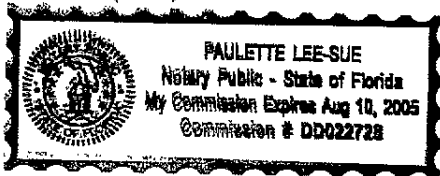
Signature: [Signature]
Joseph R. Millsaps, President

Signature: [Signature]
James M. Balistreri, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 4th day of June, 2002, by Joseph R. Millsaps and James M. Balistreri, both personally known.

(Seal)



Paulette Lee Sue
Signature of Notary Public

PAULETTE LEE-SUE
Type or print name