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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEC 12 2016

T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Walsh Family Foundation, Inc.

DOCUMENT NUMBER: N16000010656

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

Please return all correspondence concerning this matter to the following:

Bradford B. Gornito, Esq.

(Name of Contact Person)

Gornito Law, PLLC

(Firm/ Company)

310 Wilmette Ave., Suite 5

(Address)

Ormond Beach, FL 32174

(City/ State and Zip Code)

brad@gornitolaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Bradford B. Gornito, Esq.

386-257-2554

at

(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:

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| ☐ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
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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

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WALSH FAMILY FOUNDATION, INC.

2016 DEC -8 P 3:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(A Florida Not for Profit Corporation)

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, which constitutes a complete Restatement of its Articles of Incorporation:

ARTICLE I- NAME

The name of the Corporation shall be: WALSH FAMILY FOUNDATION, INC. (hereinafter called the "Corporation").

ARTICLE II- ADDRESS OF PRINCIPAL OFFICE

The address of the principal office and the mailing address of the Corporation is:

149 E. International Speedway Boulevard
Daytona Beach, Florida 32118.

ARTICLE III- PURPOSES

A. The purposes for which the corporation is organized are as follows:

1. To operate as a Section 501(c)(3) charitable organization that seeks to improve the quality of life, and to preserve our culture and environment, for generations to come. Specifically, the corporation is dedicated to researching current issues and providing support where it can do the most good. The corporation's initiatives and support can include global, national and local causes, ranging from environmental causes, animal protection and conservation, technology, medical research, education and support of programs that benefit the needs of women, children and the disadvantaged, preservation of the arts, dance, and cultural and religious awareness.

B. Notwithstanding any other provision of these Articles, this corporation shall be limited in its purposes, objectives and activities as follows:

1. This corporation will not carry on any other activities that are not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States internal revenue law.

2. This corporation is organized exclusively for charitable, religious, educational, or scientific purposes under Section 501(c) of the Code, or any other corresponding section of any future federal tax code.

3. This corporation is required to distribute part of its income each taxable year at such time and in such manner as to not subject the corporation to tax under section 4942.

4. This corporation is prohibited from engaging in any act of self-dealing (as defined in section 4941(d) of the Internal Revenue Code), from retaining any excess business holdings (as defined in section 4943(c) of the Internal Revenue Code), from making any investments in such manner as to subject the corporation to tax under section 4944 of the Internal Revenue Code (i.e. jeopardy investments) and from making any taxable expenditures (as defined in section 4945(d) of the Internal Revenue Code).

ARTICLE IV- DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE V- INCORPORATOR

The name and address of the sole incorporator of the Corporation is:

Bradford B. Gornito, Esq.
Gornito Law, PLLC
310 Wilmette Avenue, Suite 5
Ormond Beach, Florida 32174

ARTICLE VI - BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be four (4). The number of members of the Board of Directors may be increased or decreased as provided in the Bylaws, but in no event shall the number of directors be less than three (3). The Board of Directors will be elected as provided in the Bylaws. The names and addresses of the initial Board of Directors are as follows:

<u>Name of Director:</u>	<u>Address:</u>
Michael D. Walsh	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Susan C. Walsh	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Kathleen Walsh-Dulko	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Emily Anne Walsh Ribeiro	149 E. International Speedway Boulevard Daytona Beach, Florida 32118

ARTICLE VII - OFFICERS

The day-to-day affairs of the Corporation shall be administered, subject to the direction and authority of the Board of Directors, by the officers of the Corporation, which include a President, Vice President, Secretary and Treasurer and such other officers as permitted by the Bylaws. The officers shall be appointed by the Board of Directors and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Michael D. Walsh	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Vice President	Susan C. Walsh	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Secretary	Emily Anne Walsh Ribeiro	149 E. International Speedway Boulevard Daytona Beach, Florida 32118
Treasurer	Kathleen Walsh-Dulko	149 E. International Speedway Boulevard Daytona Beach, Florida 32118

ARTICLE VIII - BYLAWS

The Bylaws may be amended, altered, or repealed and new Bylaws may be adopted only by a majority of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

ARTICLE X - INITIAL REGISTERED AGENT

The initial registered agent's office in the State of Florida is:

Bradford B. Gornito, Esq.
Gornito Law, PLLC
310 Wilmette Avenue, Suite 5
Ormond Beach, Florida 32174

ARTICLE XI - DISSOLUTION

Upon the dissolution of this 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 or local government, for a public purpose. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ADOPTION OF AMENDMENTS: There are no members entitled to vote on the above amendments to the Articles of Incorporation, and said amendments were adopted by the board of directors on November 28, 2016.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Articles of Incorporation of WALSH FAMILY FOUNDATION, INC., on this the 28 day of November, 2016.

By: Michael D. Walsh
Name: Michael D. Walsh
Title: President