

700155

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

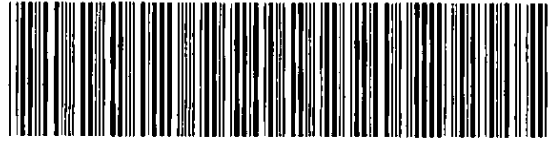
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600437790776

FILED
2024 OCT 11 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Dog Training Club of Tampa, INC.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☒ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: John McLemore

Name (Printed or typed)

2451 Lake Woodberry Circle

Address

Brandon, FL 33510

City, State & Zip

813-419-2451

Daytime Telephone number

jmac.dtctampa@gmail.com

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

NOTE: Please provide the original and one copy of the document.

RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation is:

Dog Training Club of Tampa, INC.

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows:

The full text of the restated articles is attached as
a separate physical document titled "Amended and Restated Articles of
Incorporation of Dog Training Club of Tampa, INC.

FILED
2024 OCT 11 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

N/A

- 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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTID.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

The name and Florida street address (P.O. Box **NOT** acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☒ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was August 18th, 2024 and the votes cast were sufficient for approval

☐ These restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:


Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: 10/3/2024

Signature: 
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

John McLemore

(Typed or printed name of person signing)

President of Dog Training Club of Tampa

(Title of person signing)

**AMENDED AND RESTATED
ARTICLE OF INCORPORATION
OF
DOG TRAINING CLUB OF TAMPA, INC.**

Original

We, the undersigned, hereby amend and restate the Articles of Incorporation of the Dog Training Club of Tampa, Inc. and make, subscribe, acknowledge, and file these Amended and Restated Articles of Incorporation (these "Articles") with the Secretary of State of Florida in accordance with Chapter 617, Florida Statutes, as now in force or hereafter amended.

ARTICLE I:

NAME, ADDRESS AND REGISTERED AGENT AND OFFICE

The name of this corporation shall be the Dog Training Club of Tampa, Inc., a Florida not-for-profit corporation. The principal office of the Corporation shall be located at 6620 Garsh Loop, Tampa, Florida 33614. The registered agent for the Corporation is Tiffanie Ivins. The registered office and registered agent may be changed from time to time by the Board of Directors in accordance with Florida law.

ARTICLE II:

OBJECTIVES AND PURPOSES

The general objective and purpose of this Corporation shall be:

1. The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes, 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 provision of any future Federal tax code.
2. The purpose of the corporation shall be to protect and promote the welfare of dogs by educating dog owners about the importance of being a responsible and committed dog owner. Instructional classes shall be offered in obedience for all levels of dogs beginning with introduction lessons for puppies and their owners to obedience competition.
3. The Corporation shall also offer instruction in areas of competition such as obedience, rally, agility, barn hunt, scent work, and flyball. Additional areas of

competition may be added or removed over time as deemed appropriate by the Board of Directors in alignment with the Corporation's mission and objectives.

4. The Corporation shall conduct activities, including dog sporting events, sanctioned matches, run-throughs, and trials in obedience, rally, agility, barn hunt, scent work, and flyball under the rules of the American Kennel Club (AKC) and other organizations that support dog sporting events. The specific areas of competition listed may be subject to change, with additions or removals as deemed appropriate by the Board of Directors to align with the Corporation's mission and evolving interests.
5. The Corporation may enter into contractual agreements, including but not limited to leases, purchases, and sales of real and personal property, which may be necessary or appropriate to achieve the objectives and purposes of the Corporation.
6. The Corporation may enter into agreements with persons or agents for the provision of professional services related to the objectives and purposes of the Corporation.
7. The Corporation may borrow money and mortgage, pledge, encumber, or otherwise hypothecate assets of the Corporation as security.
8. The general purposes and objectives are guidelines and may be changed from time to time by a vote of the Corporation's Board of Directors in accordance with its adopted By-laws. This Corporation shall also have all other common law and statutory powers as are provided by the laws of the State of Florida.
9. Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue 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 Internal Revenue Code (or the corresponding section of any future Federal tax code).

ARTICLE III:

TERM OF EXISTENCE

This Corporation shall have perpetual existence, or as determined earlier by the laws of the State of Florida or by the vote of its membership, as provided in the Articles of Incorporation and the Bylaws of this Corporation.

ARTICLE IV:

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator of these Amended and Restated Articles of Incorporation is:

John McLemore, President
2451 Lake Woodberry Circle
Brandon, FL 33510

ARTICLE V:

DIRECTORS OF THE CORPORATION

The affairs of the Corporation shall be managed by its Officers and Board of Directors. The Officers of this Corporation shall be the President, Vice President, Secretary, Treasurer, and such other directors with such other duties and tenures as set forth and provided by the Bylaws of the Corporation.

The Board of Directors shall consist of nine (9) directors, who shall be elected by the membership and hold office in accordance with the provisions of the Bylaws of the Corporation.

At any meeting of the Board of Directors, a majority of the elected Board of Directors shall constitute a quorum.

ARTICLE VI:

NAMES OF DIRECTORS AND OFFICERS

The names and addresses of the current directors who are to serve as directors until the next annual meeting of the Corporation or their successors are elected and qualified are:

Cindy Little	4908 Parkway Blvd. Land O'Lake, FL 34639
Michael Mosher	6276 Sebastian Dr. Spring Hill, FL 34609
Karen Woods	12704 Forest Hills Dr. Tampa, FL 33612
Paula Salter	1807 Meridel Ave.

Pat Sanders

Tampa, FL 33612

740 Fortuna Dr.

Brandon, FL 33511

The names and address of the current officers who are to serve as officers until the next annual meeting of the Corporation or until their successors are elected and qualified are:

President	John McLemore	2451 Lake Woodberry Circle Brandon, FL 33510
Vice-President	Ooneen McGettigan	4004 Dana Shores Dr. Tampa, FL 33634
Treasurer	Tiffanie Ivins	3308 W. New Orleans Ave. Tampa, FL 33614
Secretary	Liz Eginton	16110 West Lake Burrell Dr. Lutz, FL 33549

ARTICLE VII:

AMENDMENT OR REVISION OF THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be altered, amended, or repealed in whole or in part by a two-thirds (2/3) vote of the members present at any regular membership meeting of the Corporation or any special membership meeting called for that purpose, in accordance with the provisions of Florida Statute 617. The proposed amendment must have been presented at a previous membership meeting and sent to all members at least five (5) days prior to the meeting at which action will be taken.

Any amendments approved by the membership shall be submitted for filing with the Florida Department of State, Division of Corporations, and shall become effective upon such filing or at a later date specified in the amendment. Until such filing is completed, the amendments shall be enforceable only within the internal affairs of the Corporation and shall not be legally binding on external parties or third parties.

ARTICLE VIII:
RESTRICTIONS

Notwithstanding any other Article of these Articles of Incorporation, the Corporation:

1. Shall distribute its income, if any, for each tax year at such time and in such a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code (or corresponding section of any future Federal tax code).
2. Will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)
3. Will not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code (or corresponding section of any future Federal tax code).
4. Will not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code (or corresponding section of any future Federal tax code).
5. Will not make any expenditures as defined in Section 4945(d) of the Internal Revenue Code (or corresponding section of any future Federal tax code).
6. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, directors, 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 described in Section 501(c)(3). 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, or in opposition to, any candidate for public office.

ARTICLE IX:
DISSOLUTION

The Corporation may be dissolved at any time by the written consent of not less than two-thirds (2/3) of the members in good standing, in accordance with Florida State law. Upon the dissolution of the Corporation, whether voluntary, involuntary, or by operation of law, and other than for purposes of reorganization, the Board of Directors 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.

The remaining assets shall be distributed to one or more organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes, which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), and are dedicated to the benefit of dogs or animal welfare, as selected by the Board of Directors.

In the event that the Board of Directors is unable to dispose of the assets, such assets shall be distributed by the Circuit Court of Hillsborough County, Florida, exclusively for such purposes or to such organization or organizations as the Court shall determine, which are organized and operated exclusively for such purposes.

No part of the property of the Corporation, nor any proceeds thereof, nor any assets of the Corporation shall be distributed to any members, trustees, directors, 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 its exempt purposes under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE X:

INDEMNIFICATION

SECTION 1. INDEMNIFICATION OF INDIVIDUALS SERVING THE CORPORATION

To the fullest extent permitted by law, the Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by, or in the right of the Corporation), by reason of the fact that such person is or was serving the Corporation in any capacity, including but not limited to directors, officers, employees, or agents, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, provided they acted in good faith and in a manner they reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe their conduct was unlawful.

SECTION 2. MANDATORY INDEMNIFICATION

The Corporation shall indemnify any individual who has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Section 1 of this Article, or in defense of any claim, issue, or matter therein, against expenses (including

attorneys' fees) actually and reasonably incurred by them in connection therewith, in accordance with state law limitations.

SECTION 3. LIMITATION OF INDEMNIFICATION

The Corporation shall not indemnify any person for actions that violate public policy, including but not limited to violations of federal or state law, IRS regulations, or any conduct that constitutes gross negligence, willful misconduct, fraud, or other criminal acts. Indemnification shall also be denied if the individual is found, in a final judgment or adjudication, to have engaged in such conduct in the performance of their duties. This limitation includes the non-indemnification of any fines, penalties, or legal expenses arising from these actions and shall not exceed the limits imposed by applicable state law.

SECTION 4. INSURANCE

The Corporation may purchase and maintain adequate insurance coverage on behalf of the organization itself, as well as any individual serving the Corporation in any capacity, including but not limited to directors, officers, employees, or agents. This insurance shall cover liabilities incurred by the Corporation and its representatives in the course of their duties, as well as any liabilities arising from the Corporation's operations, events, or activities. The Board of Directors shall regularly review the insurance coverage to ensure it meets the needs of the Corporation and complies with applicable legal requirements.

SECTION 5. EXPENSES ADVANCED

Expenses incurred in defending any action, suit, or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the Board of Directors, upon receipt of an undertaking by or on behalf of the individual to repay such amount unless it shall ultimately be determined that they are entitled to be indemnified by the Corporation as authorized in this Article. Any advancement of expenses shall comply with state law limitations.

SECTION 6. INDEMNIFICATION NOT EXCLUSIVE

The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any other provision in these Articles, the Bylaws of the Corporation, any agreement, or vote of disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an individual serving the Corporation in any capacity, and shall inure to the benefit of the heirs, executors, and administrators of such a person. All indemnification rights are subject to the limitations imposed by applicable state law.

ARTICLE XI:

AUTHORIZATION

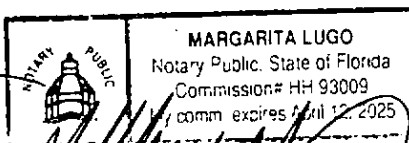
Pursuant to the Corporation's Bylaws, the foregoing Amended and Restated Articles of Incorporation were approved and ratified by a two-thirds (2/3) majority of the Active members at a duly called meeting of the members held on August 18, 24 at which meeting a quorum was present in accordance with Section 617.1002 of the Florida Statutes and the Corporation's Bylaws. Therefore, the Secretary of State is hereby requested to approve and file these Amended and Restated Articles of Incorporation in accordance with Chapter 617, Florida Statutes.

Officer #1 Signature: [Signature] Date: 9/16/2024
Name: John McEmore Position: Incorporator/President

Officer #2 Signature: [Signature] Date: 9/16/24
Name: Tiffanie Ivins Position: Treasurer

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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 a registered agent.

Signature: [Signature] Date: 9/16/2024
Name: Tiffanie Ivins Position: Registered Agent



State of Florida
County of Hillsborough
The foregoing instrument was acknowledged before me
this Sept 16, 20 24 by Tiffanie Ivins
who is personally known to me or who has produced
as identification and who did (did not) take an oath. [Signature]