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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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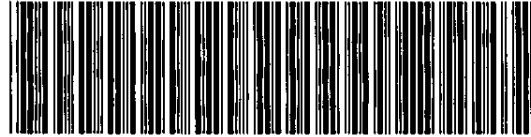
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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
13 DEC 12 PM 1:28

Amended/Restarted
cc/cus
@ 12.18.13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Museum of Art, DeLand, Florida, Inc.

DOCUMENT NUMBER: 702289

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

Please return all correspondence concerning this matter to the following:

Judith Thompson

(Name of Contact Person)

The Museum of Art, DeLand, Florida, Inc.

(Firm/ Company)

600 N. Woodland Blvd.

(Address)

DeLand, Florida 32720

(City/ State and Zip Code)

dansberger@moartdeland.org

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

For further information concerning this matter, please call:

Judith Thompson

(Name of Contact Person)

at (386) 943-4121

(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

AMENDED AND RESTATED ARTICLES OF INCORPORATION
THE MUSEUM OF ART, DELAND, FLORIDA, INC.

We, the current Board of Trustees, by and through the undersigned current officers, do hereby associate ourselves together for the purpose of amending and restating the Articles of Incorporation of The Museum of Art, DeLand, Florida, Inc. and certify that the amendments to the incorporation were properly authorized at the annual meeting of the membership of The Museum of Art, DeLand, Florida, Inc. a quorum being present in person or by proxy, and do hereby amend and restate the Articles of Incorporation of The Museum of Art, DeLand, Florida, Inc.

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SECRETARY OF STATE
OFFICE OF CORPORATIONS

ARTICLE I

The name of this corporation shall be The Museum of Art, DeLand, Florida, Inc. with its principal place of business being 600 North Woodland Boulevard in the City of DeLand, County of Volusia, State of Florida.

ARTICLE II

The Museum is organized and shall be operated exclusively for cultural and educational purposes as follows:

- (a) To promote, foster and encourage the creation, understanding, enjoyment and appreciation of the visual arts in line with the Museum's policy as expressed in the Statement of Artistic Policy as amended from time to time;
- (b) To support, foster and encourage creative talent in the visual arts by providing an opportunity for exhibiting selected works;
- (c) To develop, coordinate and encourage the organization of visual art activity and learning for groups of all ages;
- (d) Although the emphasis as described above shall be on the visual arts, other expressions of art, literature, music, poetry, film, dance, theater or any other recognized expression of the arts shall be expressly included;
- (e) In these expressed purposes and objectives, it is intended that the Museum shall serve its members, the DeLand community, the general region and the State of Florida; and
- (f) In this accomplishment, the Museum shall acquire, provide, maintain and safeguard appropriate works of art, facilities and real and personal property; it shall receive, hold, own, administer and control capital and income, and it shall staff such facilities and real property within stated limitations. It shall transact any and all business that may be necessary and incidental to accomplish the purposes and objectives of the Museum, pursuant to and consistent with the laws of the State of Florida.

Notwithstanding any other provision of these Articles, the Museum shall only engage in activities permitted to be carried on by (a) a corporation exempt from income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 as amended.

ARTICLE III

Any person over the age of eighteen (18) shall be entitled to membership in said corporation upon paying such membership fee as shall be prescribed by the Board of Trustees. The members of the corporation may be classified by the Board of Trustees in such groups or types of membership and upon such bases of classification as the Board of Trustees may from time to time determine.

ARTICLE IV

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

The names and addresses of the original subscribers to this Charter are:

Dr. Ezra Allen	DeLand, Florida
Dorothy V. Boggs	DeLand, Florida
Earl W. Brown	DeLand, Florida
Alma S. Cable	DeLand, Florida
W. H. Corning	DeLand, Florida
Emmett Feasel	DeLand, Florida
Edward Furlong	DeLand, Florida
J. W. Gerretson	DeLand, Florida
John Graham	DeLand, Florida
Julia Mae Jones	DeLand, Florida
Minnie McAuley	DeLand, Florida
G. Medwin Peek	DeLand, Florida
Dr. A. T. Stanforth	DeLand, Florida
Sidney H. Taylor	DeLand, Florida
C. A. Walker	DeLand, Florida

ARTICLE VI

The affairs of the corporation shall be managed by a Board of Trustees consisting of a minimum of twenty [20] members elected by the members of the corporation and a president, vice-president, secretary, and treasurer, who shall be elected by the Board of Trustees. The Trustees shall be elected at the annual meeting of the corporation, which shall be held at the time and place prescribed by the Bylaws of the corporation. The officers shall be elected at an organizational meeting of the Board of Trustees held immediately after the annual meeting of the corporation. All vacancies on the Board of Trustees or in the officers of the corporation shall be filled by the Board of Trustees at any regular or special meeting provided that such election or appointment shall be only for the unexpired portion of the vacant term.

ARTICLE VII

The names of the officers and trustees who are to manage all the affairs of the corporation until the next annual election are as follows:

President: Judith Thompson	Vice President: John Wilton
Secretary: Lee Downer	Treasurer: Mary Jeanne Ludwig

Trustees:

Grady Ballenger	DeLand, Florida
Bill Booth	DeLand, Florida
Michelle Chaves	DeLand, Florida
Manny de la Vega	DeLand, Florida
Jewel Dickson	DeLand, Florida
Linda Colvard Dorian	DeLand, Florida
Gen. Lee Downer	DeLand, Florida
Desiree Freeland	DeLand, Florida
Michael Fronk	DeLand, Florida
Nancy Guenther	DeLand, Florida
Daisy Lucci	DeLand, Florida
Mary Jeanne Ludwig	DeLand, Florida
Frances Massey	Ormond Beach, Florida
Jo McCranie	DeLand, Florida
Judith Thompson	DeLand, Florida
Ian Williams	DeLand, Florida
Dr. John Wilton	DeLand, Florida

ARTICLE VIII

The Bylaws of the corporation shall be made, altered or rescinded by the Board of Trustees.

ARTICLE IX

These Amended and Restated Articles of Incorporation may be amended by a majority vote of the members of the corporation in good standing in attendance at any regular meeting, or at any special meeting called for that purpose, provided that such proposed amendment, or amendments, shall be plainly stated in the call for the meeting at which they are to be considered. Amendments shall be proposed by the Board of Trustees of this corporation on its own motion or upon the written request of any three members of this corporation.

ARTICLE X

The corporation shall have the power, in its own name, to sue and to be sued, buy, hold, sell, lease or mortgage both real and personal property; to incur debts, to borrow money, giving therefore notes of the corporation signed by one or more officials duly authorized by the corporation for that purpose, together with such collateral therefore as may be required, and may enter into any and all contracts and agreements furthering the purpose of The Museum of Art, DeLand, Florida, Inc.

ARTICLE XI

That in the event of the dissolution of this corporation all assets of this corporation shall devolve to and the title thereof shall become vested in one or more organizations which have qualified for exemption under Sections 501[c][3] and 170[c][2] of the Internal Revenue Code, or to Volusia County, the State of Florida, or the City of DeLand, a municipal corporation organized and existing under the laws of the State of Florida, or its successor governmental unit having jurisdiction over the territory now embraced by City of DeLand, to be used for the use and benefit of the general public and particularly for the welfare, education and information of the children of said City and surrounding areas. This Article shall be irrevocable.

IN WITNESS THEREOF, we the undersigned, being the President and Secretary, respectively, hereby jointly and severally declare and certify that the facts herein stated are true and correct; that we have associated ourselves for the purpose of amending and restating the Articles of Incorporation of the Museum of Art, DeLand, Florida, Inc.; that the above and foregoing Amended and Restated Articles of Incorporation have been properly authorized by a meeting of the membership of The Museum of Art, DeLand, Florida, Inc. with a quorum being present, and, accordingly, we have set our hands and seals as such officers, at DeLand, Volusia County, Florida, this 6th day of DECEMBER A.D. 2013.

THE MUSEUM OF ART, DELAND, FLORIDA, INC.

BY

Its President

Attest

Its Secretary

STATE OF FLORIDA

COUNTY OF VOLUSIA

On this day, personally appeared before me, Judith Thompson and Lee Downer, as President and Secretary, respectively, of THE MUSEUM OF ART, INC., a corporation not for profit, organized and existing under the laws of the State of Florida, and they acknowledged before me that they executed the foregoing Amended and Restated Articles of Incorporation as officers of such corporation, for the uses and purposes therein expressed.

IN WITNESS THEREOF, I have hereunto set my hand and official seal in the State and County aforesaid this 6 day of December, A. D. 2013.



DOROTHY S. DANSBERGER
MY COMMISSION # EE 003729
EXPIRES: July 2, 2014
Bonded Thru Budget Notary Services

Notary Public, State of Florida

My commission expires

7/2/14

Articles of Amendment
to
Articles of Incorporation
of

The Museum of Art, DeLand, Florida, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

702289

(Document Number of Corporation (if known))

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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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 PTD.

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
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			_____
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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			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached Amended and Restated Articles of Incorporation

Page 3 of 4

The date of each amendment(s) adoption: October 15, 2013, if other than the date this document was signed.

Effective date if applicable: October 15, 2013
(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 December 6, 2013

Signature Judith Thompson
(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)

Judith Thompson

(Typed or printed name of person signing)

President

(Title of person signing)