

703886

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13 FEB -6 AM 8:45

FEB - 6 2013  
T. BROWN

*Amend*

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Jefferson County Historical Association, Inc.

DOCUMENT NUMBER: 703886

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

Please return all correspondence concerning this matter to the following:

Bruce A. Leinback

(Name of Contact Person)

Bruce A. Leinback, P.A.

(Firm/ Company)

1820 Miccosukee Commons Drive

(Address)

Tallahassee, FL 32308

(City/ State and Zip Code)

bal@leinbacklaw.com

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

For further information concerning this matter, please call:

Bruce A. Leinback

(Name of Contact Person)

at ( 850 ) 942-9700

(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 &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 FEB -6 AM 8:45

Jefferson County Historical Association, Inc.

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

703886

(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:**

N/A

*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)

N/A

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

N/A

**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: N/A

(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	_____	<u>N/A</u>	_____
<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 date of each amendment(s) adoption: January 24, 2013

Effective date if applicable: \_\_\_\_\_  
(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 Feb. 5, 2013

Signature Linda R. Leinback

(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)

Linda R. Leinback  
(Typed or printed name of person signing)

Secretary  
(Title of person signing)

The following amendments to the Articles of Incorporation of the Jefferson County Historical Association, Inc., were adopted by the members thereof at the Association's Annual Meeting on January 24, 2013:

Article II is amended to add subsection (e) to comply with IRS requirements:

(e) Notwithstanding any other provisions to the contrary, the Jefferson County Historical Association, Inc. is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code.

Article III is amended to read as follows:

The members of the corporation shall be all persons approved for membership by the Board of Trustees.

The corporation shall have a Board of Trustees composed of not less than six (6) nor more than twelve (12) members of the corporation.

At the first annual meeting after January 1, 2013, one-third (1/3) of the trustees shall be elected for terms of one (1) year each, one-third (1/3) for two (2) years each, and one-third (1/3) for a term of three (3) years each. Thereafter, each group of trustees shall be elected for terms of three (3) years. Thus, every year after the first year, there will be an election of one-third of the trustees at the annual meeting. Said trustees shall be elected by a majority vote of the members of the corporation who are personally present at its annual meeting (the time and place of such annual meeting to be set by the Executive Board). In the event that any vacancy occurs among the trustees at any time, the vacancy shall be filled at any intervening regularly called meeting of the Executive Board hereof by election to fill the unexpired term thereof. No trustee shall receive or be lawfully entitled to receive any salary or other remuneration for services in connection with the administration of the affairs of this corporation, but may be reimbursed for actual expenses incurred and authorized by the Board of Trustees.

Article VIII is amended to read as follows:

The By-Laws of the corporation are to be made, altered, or rescinded by the members of the Board of Trustees, subject to the approval of a majority of the Jefferson County Historical Association, Inc. membership present at a regularly called meeting or special meeting called for that purpose.

Article XI is amended to read as follows:

The corporation may amend at any annual meeting, or special meeting called for that purpose, its Articles of Incorporation by majority vote of members present at such meeting. Electronic or other written notice of such change(s) shall be given to the members by the trustees at least thirty (30) days prior to said meeting. At the annual meeting or special meeting called for that purpose, the trustees shall report the proposed amendment or amendments to the membership prior to the vote thereon.