

705268

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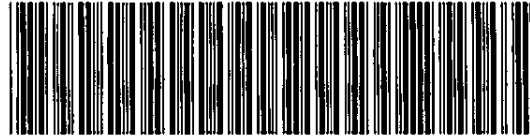
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T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Scholarship Recognition, Inc.

DOCUMENT NUMBER: 705268 ✓

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

Please return all correspondence concerning this matter to the following:

Marlene F. Welborn

(Name of Contact Person)

Scholarship Recognition, Inc.

(Firm/ Company)

426 School Street

(Address)

Sebring, FL 33870

(City/ State and Zip Code)

For further information concerning this matter, please call:

Marlene F. Welborn

(Name of Contact Person)

at (863)

471-5565

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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)

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**

Scholarship Recognition, Inc.

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

705268

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Attached please find a detailed list of the changes made to the Articles of Incorporation. We have

also attached a copy of the amended articles with markup. Words stricken are deletions; words

underlined and in red are additions and a complete corrected copy to meet requirements per CR2E006

Please do not hesitate to call me at 863-471-5565 if you have any questions. Thank you

(Attach additional pages if necessary)
(continued)

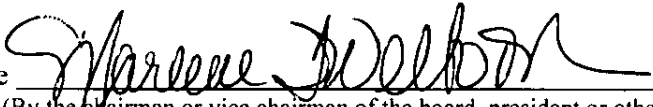
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The date of adoption of the amendment(s) was: December 10, 2013

Effective date if applicable: January 1, 2014
(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 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.

Signature 
(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.)

Marlene F. Welborn
(Typed or printed name of person signing)

Secretary/Treasurer
(Title of person signing)

FILING FEE: \$35

**ARTICLES OF INCORPORATION
OF
SCHOLARSHIP RECOGNITION, INC.
Document Number 705268**

Article II

Deleted Purpose of Corporation and added the street and mailing address of the foundation.

Article III

Added Purpose of Corporation.

Section 1 – Replaced names of high schools with reference to county.

Deleted GPA 3.4 requirement and added language to refer to the by-laws for GPA requirements

Section 3 - Amended Andrew Miracle Achievement Award criteria.

Article IV

Deleted *membership* language and replaced with Board of Directors information previously in Article VII.

Amended annual meeting date.

Article V

Deleted reference to *member* and replaced with *director*

Added language to allow the Highlands County Superintendent of Schools or the registered agent to execute banking transactions and documents required for the daily operations of the corporation.

Article VI

Deleted officer's language and replaced with registered agent language and signature.

Article VII

Deleted names and residence information of directors and moved board of directors' language to Article IV.

Amended annual meeting date.

Article VIII

Deleted constitution language added Distribution Upon Dissolution language to meet requirements of Florida Statute 617.0202.

Article IX

Added by-laws language previously in Article VIII.

705268

ARTICLES OF INCORPORATION OF SCHOLARSHIP RECOGNITION, INC.

We the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves together to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I

Name of Corporation: The name of this corporation is Scholarship Recognition, Inc., and this nonprofit corporation's business shall be conducted in Highlands County, Florida

ARTICLE II

Purpose of Corporation: The purpose of Scholarship Recognition, Inc. shall be to foster, in Highlands County, Florida the achievement of a high level of scholarship by proper recognition thereof; with all the powers granted in Section 617.021, Florida Statutes.
Street and Mailing Address: The street and mailing address of the Foundation is 426 School Street, Sebring, Florida 33870.

ARTICLE III

Purpose of Corporation: Scholarship Recognition, Inc. is a non-profit corporation and shall operate exclusively for educational purpose within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Scholarship Recognition Inc.'s purpose is to award scholarships to graduating seniors from the public schools in Highlands County, Florida during an annual scholarship program. Students must be in attendance at the program to claim their scholarship. Scholarship criteria are as follows:

SECTION 1. To be eligible for recognition and/or awards, a student must be a graduating senior of a public school in Highlands County ~~Avon Park, Sebring, or Lake Placid High Schools~~, meet the grade point average (GPA) in accordance to the Scholarship Recognition, Inc. by-laws have a GPA 3.4 or above and must have the recommendation of the principals. (Adopted May, 1963; revised February 4, 1997; and revised January 22, 2002)

SECTION 2. Each scholarship award will be available for only five years and must be used within that time unless the Board of Directors waives this rule due to extenuating circumstances. (Adopted March 26, 1987)

SECTION 3. ~~The Andrew Miracle Highest GPA in Highlands County plaque will be presented to the student with the highest GPA of the three high schools. This award was~~

~~renamed the Andrew Miracle Achievement Award in January, 2012. This award will be given presented~~ to a student at each high school who has shown overall achievement/leadership throughout their educational years. (Adopted January 30, 1990, April 5, 1990, January 23, 2012)

SECTION 4. The "Superintendent's Turn Around Scholarship" was established on January, 1998. This is presented to a student from each high school that has shown "most improved" and/or "overcome hardship" within their educational years and will be awarded to a student at each high school. (January 26, 1998)

ARTICLE IV. MEMBERSHIP

~~SECTION 1. Membership is open to anyone on payment of annual dues.~~

~~SECTION 2. Membership shall be terminated upon failure to pay dues and for cause that would be inconsistent with the objectives of Scholarship Recognition, Inc., as determined by the Board of Directors.~~

~~SECTION 3. Dues shall be determined by the Board of Directors. Dues shall be payable for the calendar year and shall be assessed by the directors in January of each year.~~

Board of Directors: Directors are elected as follows:

SECTION 1. The directors shall consist of nine (9) members and shall be elected from the membership of the corporation at the annual meeting of the corporation on a designated date during the first calendar quarter of each year in the month of January. Three directors shall reside in Avon Park; three directors shall reside in Sebring; and three directors shall reside in Lake Placid. An annual roster of directors and their terms will be listed in the minutes of each annual meeting.

SECTION 2. All newly elected directors shall be elected for a term of three years. In the event of a vacancy among the directors for any other reason, the vacancy shall be filled by the Board of Directors at any special or regular meeting for the unexpired term. A Director can serve two (2) successive terms; then remain off the Board for one (1) year before being re-elected.

ARTICLE V

The officers of Scholarship Recognition, Inc. shall be elected by the directors at their annual meeting. Their duties are as follows:

PRESIDENT. The president of the corporation shall preside at all meetings of the Board of Directors and perform such other duties as ordinarily pertain to that office. The president shall be a director.

SECRETARY-TREASURER. The secretary-treasurer shall keep full and accurate minutes of each meeting of the Board of Directors, safely keep all monies of the corporation, accurately record and report all financial transactions, and perform all other

duties incident to the offices of secretary and treasurer. The secretary-treasurer need not be a ~~member~~ Director of Scholarship Recognition, Inc.

The Secretary and a minimum of one of (1) Director, the Highlands County Superintendent of Schools or the registered agent is required to apply for a license, open a bank account, sign checks and any other document required for the daily operations of the corporation.

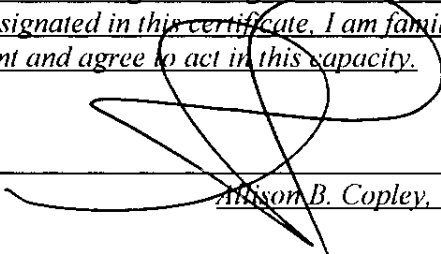
ARTICLE VI

~~Officers: The officers of the corporation by whom the affairs of the corporation shall be managed are President, Vice President, Secretary-Treasurer, all of whom shall be elected annually. The names of the offices who are to service until the first election under these Articles of incorporation are:~~

Name	Office
Ford W. Heacock, Sr.	President
K. Ray Wells	Vice President
Andrew W. Miracle	Secretary-Treasurer

The registered agent of the corporation is Allison B. Copley, Esq., of 160 S Commerce Ave, Sebring, FL 33870.

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.



Allison B. Copley, Registered Agent

ARTICLE VII

~~Board of Directors: The number of persons constituting the Board of Directors of this corporation shall never be less than nine (9) and the names and addresses of the persons who are to service as directors until the first election thereof are:~~

Name	Residence
D.D. Cunningham	Lake June, Lake Placid, Florida
William M. Ladney	Lake Blue Estates, Lake Placid, Florida
Robert M. Hall	Lake Placid, Florida
Ford W. Heacock, Sr.	936 Eucalyptus, Sebring, Florida
Frank W. Walker	40 S. Lakeview Drive, Sebring, Florida
Joseph O. Macbeth	1640 N. Lakeview Dr., Sebring, Florida
G. Franklin Ward	Lotela Road, Avon Park, Florida
Aden Childress	East Walnut, Avon Park, Florida
Hue E. Nunnallee	Lake Byrd, Avon Park, Florida

Meetings: Section 1. Regular meetings of the Board of Directors shall be held annually during the first calendar quarter of each year a day in the last week of January at the offices of the School Board of Highlands County, 426 School Street, Sebring, Florida, or as may be designated by the Board of Directors.

Section 2. Meetings may be called at other times by any officer or director. Notice of such meeting shall be given by the Secretary to each director, not less than five days before the meeting unless each director waives such notice.

Section 3. A quorum of the Board of Directors shall consist of five (5) members and all matters properly coming before them shall be determined by a majority of those present.

ARTICLE VIII

~~Constitution: The By-Laws of the corporation will be made, altered, or rescinded by the members of the Board of Directors present at a regular meeting or called meeting of the corporation. To make such changes, it will be necessary to have a two-thirds majority vote of the board members present.~~

Distributions Upon Dissolution: Upon termination or dissolution of the Scholarship Recognition, Inc. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code.

The organization to receive the assets of the Scholarship Recognition Inc. hereunder shall be selected by the discretion of a majority of the Board of Directors of the Scholarship Recognition, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Scholarship Recognition, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

Article IX

Amendment - These Articles of Incorporation and/or the By-Laws of the corporation may be amended at a regular or called meeting of the Board of Directors and any amendment shall require a two-thirds majority vote of the board members present at such meeting.