

711635

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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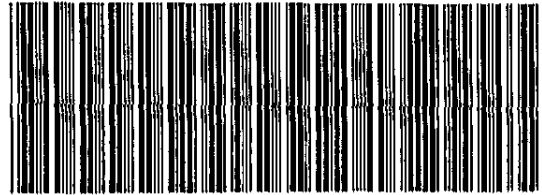
(Business Entity Name)

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RECEIVED
OCT 27 PM 1:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

CC

AMEND
PFB
11/4

GFWC Southside Woman's Club of Jacksonville, Inc.
2560 Club Terrace, Jacksonville, FL 32207
Ph: (904)396-2905 Fax: (904)396-5930
E-Mail: SSWCjax@aol.com Webpage: SSWCjax.com
Office Hours: 7am-2pm Weekdays

October 25, 2004

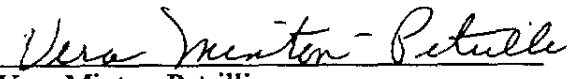
Florida Department of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

RE: Document Number of Corporation: 711635

Enclosed is an application form to make amendments to the Articles of Reincorporation of the GFWC Southside Woman's Club of Jacksonville, Inc. and a check for the filing fee in the amount of \$35.00. We would also like a certified copy of the amendment and have enclosed another check in the amount of \$8.75. Please notify us if there are any further funds needed.

I am familiar with, and accept the obligations of registered agent for the GFWC Southside Woman's Club of Jacksonville, Inc.

Thank you,


Vera Minton-Petrilli
President

Encl.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

GFWC Southside Woman's Club of Jacksonville, Inc.
(present name)

711635
(Document Number of Corporation (If known))

04 OCT 27 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

The following Articles are being amended: (see Attachment)

ARTICLE II
ARTICLE III
ARTICLE IV
ARTICLE VI
ARTICLE VIII

SECOND: The date of adoption of the amendment(s) was: October 14, 2004

THIRD: Adoption of Amendment (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.

Vera Minton-Petrilli
Signature of Chairman, Vice Chairman, President or other officer

Vera Minton-Petrilli
Typed or printed name

President
Title

October 25, 2004
Date

ARTICLES OF REINCORPORATION

GFWC SOUTHSIDE WOMAN'S CLUB OF JACKSONVILLE, INC.

FILED OCTOBER 18, 1966
(AMENDED: 2/23/94 and 10/14/04)

We, the undersigned, with other persons, being desirous of forming a Corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of the corporation shall be GFWC Southside Woman's Club of Jacksonville, Inc.

ARTICLE II

The general nature of the objects of this corporation shall be literary, scientific, philanthropic, civic and the improvement, benefit and advancement of womankind in all directions named, and generally to give aid to worthy objectives. In addition, one of the objects of this corporation will be to create a special fund for scholarship and other charitable purposes, within the scope of Section 501(c)(3) of the Internal Revenue Code of 1954, which fund is to be known as the Southside Woman's Club Charitable and Educational Foundation and is to be kept separate and apart from the general funds of the corporation.

ARTICLE III

The qualifications of members: Any member who is interested in the objects of the corporation may be recommended for membership and the manner of her admission shall be prescribed by the Bylaws. A member may be expelled or suspended from the corporation or any of its departments only in accordance with the procedures for expulsion as outlined in Robert's Rules of Order, revised, and when a member resigns or otherwise severs her connection with the corporation or is expelled from the corporation, she shall cease to have any interest in the corporation whatever or its property or affairs of franchises. Non-payment of dues for one year subjects a member to suspension.

ARTICLE IV

The corporation shall be perpetual, unless dissolved by law. In the event of dissolution the assets shall be exclusively for a public charitable, educational or social welfare purpose for the benefit of the community as a whole. In the event of dissolution, the assets and funds remaining on hand in the Southside Woman's Club Charitable and Educational Foundation shall be used exclusively for a purpose similar to that for which the fund was created and in no event will the assets of the fund be diverted to the corporation or the individual members thereof.

ARTICLE V

The names and residences of the subscribers to these Articles of Reincorporation, all of whom are from Duval County, Florida, are as follows:

Names	Addresses
Mrs. Norman A. Trevey	1735 Orlando Circle South Jacksonville 7, Florida
Mrs. J. Olin Moseley	4026 Marianna Road Jacksonville 17, Florida
Mrs. William J. Foley, Jr.	1335 Woodward Avenue Jacksonville 7, Florida
Mrs. W.A. Douglas, Jr.	1221 Ardsley Road Jacksonville 7, Florida
Miss Florence Vor Keller	1846 Margaret Street Jacksonville 4, Florida
Mrs. Robert F. Nance	7831 Manata Street Jacksonville 17, Florida
Mrs. Herschell B. Holmes	5431 Los Santos Way Jacksonville 11, Florida
Mrs. Monte P. Huckabee	1841 East Road Jacksonville 16, Florida
Mrs. W.P. Ragsdale	1578 Holly Oaks Lake Road Jacksonville 11, Florida
Mrs. Jack M. Pomerantz	2105 Belote Place Jacksonville 7, Florida
Mrs. Frank A. Jenkins	1153 Monticello Road Jacksonville 7, Florida

ARTICLE VI

The affairs of the corporation shall be managed by the following officers: a President, three (3) Vice-Presidents, Recording Secretary, Corresponding & Membership Secretary, Treasurer, and Finance Director, all of whom shall be elected at such time as the Bylaws may prescribe, in each year, by a majority vote of the members present and voting. These officers, together with a Director of Publicity and Parliamentarian (these two being appointed by the President), shall constitute the Executive Board, which Board shall have the active management and control generally and in detail of the business and affairs of the corporation. The affairs of the Southside Woman's Club Charitable and Educational Foundation shall be managed by the above mentioned Executive Board. All dues shall be fixed by the Bylaws, and no member who is in arrears as to any dues shall be permitted to vote for officers or upon any question or matter.

ARTICLE VII

The officers who are to manage all the affairs of the corporation until their successors are duly nominated, elected, and qualified, are as follows: Mrs. Norman A. Trevey, President; Mrs. J. Olin Moseley, First Vice-President; Mrs. William J. Foley, Sr., Second Vice-President; Mrs. W. A. Douglas, Jr., Third Vice-President; Miss Florence Vor Keller, Fourth Vice-President; Mrs. Robert F. Nance, Recording Secretary; Mrs. Herschell B. Holmes, Treasurer; Mrs. Monte P. Huckabee, Corresponding Membership Secretary; Mrs. W.P. Ragsdale, Activities Director; Mrs. Jack M. Pomerantz, Finance Director; Mrs. Jack L. Horsfall, Public Relations Director; Mrs. Frank A. Jenkins, Parliamentarian, who together shall comprise the Executive Board.

ARTICLE VIII

The Articles of Reincorporation may be amended (effective upon approval by Secretary of State, as provided by law). The Bylaws of the corporation may be made, altered or rescinded at any regular meeting of the club by a majority of the qualified members present and voting, provided thirty days previous notice has been given in writing of the proposed revision or revisions to be voted on at such meeting. The above mentioned notice is also to be used for Articles of Reincorporation. The Bylaws shall provide for initiation fees and dues of members, and how payable, the manner of voting, the duties of the officers, the details of the work of the corporation and its members, the establishment of committees and their duties, the meetings of the corporation and their committees, quorums of members and Executive Board, order of business and details thereof.

ARTICLE IX

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall be two-thirds of the value of the property of the corporation.

ARTICLE X

The amount in value of the real estate which the corporation may hold subject always to the approval of the Secretary of State, shall be \$350,000.00.

AMENDMENTS ADOPTED: October 14, 2004

Document Number of Corporation: 711635

GFWC Southside Woman's Club of Jacksonville, Inc.

2560 Club Terrace, Jacksonville, FL 32207

Ph: (904)396-2905 Fax: (904)396-5930

ARTICLES OF REINCORPORATION CHANGES

In order to update our Articles of Reincorporation, the President requested the Bylaws Committee review the following:

1. Delete the hyphen in the word "By-Laws" and change to "Bylaws" in ARTICLE III, ARTICLE VI, and ARTICLE VIII.
2. To be in accordance with the name on our current tax records, change the capital letter "T" to a lower case in front of the name, The Southside Woman's Club Charitable and Educational Foundation, in ARTICLE II, ARTICLE IV, and ARTICLE VI, so "the" will not be considered part of the name.
3. Review the following:

ARTICLE VI

The affairs of the corporation shall be managed by the following officers. A President, four Vice Presidents, a Recording Secretary, a Corresponding Secretary, a Corresponding Membership Secretary, and a Treasurer, all of whom shall be elected at such time as the By-Laws may prescribe, in each year, by a majority vote of the members present and voting. These officers, together with Directors of Finance, Public Relations, Activities, and a Parliamentarian (these four being appointed by the President), shall constitute the Executive Board, which Board shall have the active management and control generally and in detail of the business and affairs and Educational Foundation shall be managed by the above mentioned Executive Board. All dues shall be fixed by the By-Laws, and no member who is in arrears as to any dues shall be permitted to vote for officers or upon any question or matter.

The following changes are requested in ARTICLE VI excluding those already requested in #1 and #2:

- After "managed by the following officers" –
DELETE the period and ADD a colon
- DELETE: "four Vice Presidents" and ADD "three (3) Vice-Presidents"
- DELETE: the word "a" prior to Recording Secretary
- DELETE: "a Corresponding Secretary, a Corresponding Membership Secretary"
REPLACE WITH: "Corresponding & Membership Secretary"
- DELETE: "and a Treasurer"
REPLACE WITH: "Treasurer, and Finance Director"
- DELETE: "Directors of Finance, Public Relations, Activities" and the word "a" prior to Parliamentarian.
- After "together with" ADD: "a Director of Publicity and"
- DELETE "four" and ADD "two"

(Continued on next page)