

711887

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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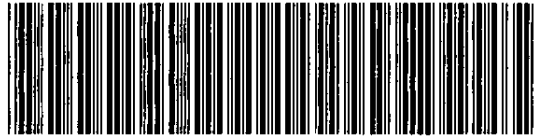
(Business Entity Name)

(Document Number)

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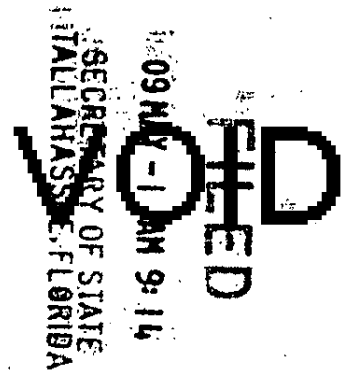
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See court order 7/20/12

*Amend*  
C.COULLIETTE

MAY 07 2009

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Telford Foundation, Inc.

**DOCUMENT NUMBER:** 711887

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

Please return all correspondence concerning this matter to the following:

James D. Dati

(Name of Contact Person)

Bond, Schoeneck & King, PLLC

(Firm/ Company)

4001 Tamiami Trail North, Suite 250

(Address)

Naples, FL 34103-3555

(City/ State and Zip Code)

For further information concerning this matter, please call:

James D. Dati

(Name of Contact Person)

at ( 239 ) 659-3845

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$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

Telford Foundation, Inc.

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

711887

(Document Number of Corporation (if known))

See court order 7/20/12

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:

New Registered Office Address:

(Florida street address)

(City)

Florida

(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

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	

(attach additional sheets, if necessary). (Be specific)

Article VI, Section 3 and Article VIII of the Amended and Restated Articles of Incorporation  
filed with the Secretary of State on March 24, 2006, are revoked and restated as per  
the attached resolution of the Board of Directors of the Foundation adopted April 28, 2009.

[illegible]

The date of each amendment(s) adoption: April 28, 2009

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 April 29, 2009

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)

F. Joseph McMackin, III

(Typed or printed name of person signing)

Secretary

(Title of person signing)

**RESOLUTION FURTHER AMENDING THE AMENDED  
AND RESTATED ARTICLES OF INCORPORATION  
AND THE BYLAWS OF THE TELFORD FOUNDATION, INC.  
AS ADOPTED ON FEBRUARY 7, 2006**

Whereas, the Board of Directors of the Telford Foundation, Inc., a non-stock, non-profit Corporation originally organized under the laws of the State of Florida on December 1, 1966 (the "Foundation"), has determined that it is in the best interest of the Foundation and its designated organizations to amend, as provided herein, the Amended and Restated Articles of Incorporation and the ByLaws of the Foundation, as adopted on February 7, 2006;

Be it resolved, that pursuant to the authority reserved to the Board of Directors of the Foundation and the provisions of Florida Statutes Section 617.0102(1)(b), a majority of the Directors do hereby affirmatively vote for, consent to, adopt, ratify and approve the following amendments to the Amended and Restated Articles of Incorporation filed with the Secretary of State on March 24, 2006 as Document Number 711887.

I. Revoke Article VI, Section 3, in its entirety and substitute in its place the following:

"Section 3. All actions of a majority of the Board of Directors shall be binding upon the Foundation."

II. Revoke Article VIII in its entirety and substitute the following in its place:

**"ARTICLE VIII**

Amendment of Articles and Bylaws

Section 1. These Amended and Restated Articles of Incorporation shall be amended by the majority vote of the then acting Board of Directors of the Foundation; provided, that no amendment shall substantially change the original purposes of the Foundation.

Section 2 The Bylaws of the Foundation shall be amended by the majority vote of the then acting Board of Directors of the Foundation; provided, that no amendment shall substantially change the original purposes of the Foundation."

FURTHER RESOLVED that the ByLaws of the Telford Foundation, adopted February 7, 2006, are hereby amended to conform with the foregoing amendments to the Amended and Restated Articles of Incorporation.

The Secretary of the Telford Foundation is directed to file the foregoing amendment with the Secretary of State of Florida as soon as practicable.

ADOPTED this 28th day of April, 2009.

ATTEST:

  
F. Joseph McMackin III, Secretary

TELFORD FOUNDATION, INC.,  
a Florida non-profit corporation

By: 

William R. Lickert, President