

742719

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

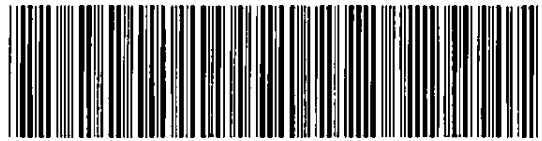
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300426176773

03/25/24--01015--020 **52.50

CLERK OF STATE
TALLAHASSEE, FL

APR 11:33

FILED

R. HUNT

03/25/24

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: GFWC Womans Club of Welaka, Inc
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00
Filing Fee

☐ \$43.75
Filing Fee
& Certificate of Status

☐ \$43.75
Filing Fee
& Certified Copy

☒ \$52.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Peggy McAninch
Name (Printed or typed)
105 Shaffer Ave.
Address
Crescent City, FL 32112
City, State & Zip
386-546-0588
Daytime Telephone number
peggymc59@yahoo.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation is: GFWC Womans Club of Welaka, Inc

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows: _____

Article II: Purpose

The purpose of the Corporation shall be to promote and advance the welfare of humanity by fostering interest and concern among the membership in the prevailing philanthropic, charitable, educational, cultural and civic conditions of the community by cultivating an awareness of worthy endeavors on a state, national and international level and by giving definite active and financial support to the selected charitable and philanthropic activities, educational programs and all of the projects of the Corporation that contribute to the betterment of the community and/or mankind.

Article III: Membership

The qualifications of members and the manner of their admission shall be as provided in the Bylaws of the Corporation.

Article VII: Bylaws

The Bylaws of the Corporation shall be made, altered or rescinded by a 2/3 vote of any legal meeting of the Corporation after such notice as shall be prescribed in the Bylaws stating that such matter will be considered at such meeting by the membership in the manner provided for in the Bylaws.

Article VIII: Powers

The Corporation shall exercise all powers now or hereafter granted to a non-profit Florida Corporation under and by the laws of the State of Florida except and excluding any such power that may conflict with the provisions of these Revised Articles of incorporation and/or the Bylaws of the Corporation. The Corporation shall not have a Constitution but rather shall be governed by the terms and provisions of the Revised Articles of Incorporation and the terms and provisions of the Bylaws.

Article IX: Real Estate Indebtedness: DELETE

Article IX: Amendment

These Revised Articles of Incorporation may be amended at any regular or special meetings of the membership.

(CONTINUED NEXT page)

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

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 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	_____	N/A	_____
<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	_____		_____

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>

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

E. If amending or adding additional Articles, enter change(s) here:

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

Article II: Purpose

The purpose of the Corporation shall be to promote and advance the welfare of humanity by fostering interest and concern a membership in the prevailing philanthropic, charitable, educational, cultural and civic conditions of the community by cultivating an awareness of worthy endeavors on a state, national and international level, and by giving definite active and financial support to the selected charitable and philanthropic activities, educational programs and all of the projects of the

Corporation that contribute to the betterment of the community and/or mankind.

Article III: Membership

The qualifications of members and the manner of their admission shall be as provided in the Bylaws of the Corporation.

Article VII: Bylaws

The Bylaws of the Corporation shall be made, altered, or rescinded by a 2/3 vote of any legal meeting of the Corporation after such notice as shall be prescribed in the Bylaws stating that such matter will be considered at such meeting by the membership in the manner provided for in the Bylaws.

Article VIII: Powers

The Corporation shall exercise all powers now or hereafter granted to a non-profit Florida Corporation under and by the laws of the State of Florida except and excluding any such power that may conflict with the provisions of these Revised Articles of incorporation and/or the Bylaws of the Corporation. The Corporation shall not have a Constitution but rather shall be governed by the terms and provisions of the Revised Articles of Incorporation and the terms and provisions of the Bylaws.

Article IX: Real Estate Indebtedness

DELETE

Article IX: Amendment

These Revised Articles of Incorporation may be amended at any regular or special meetings of the membership, at which meeting a quorum is present as defined in the Bylaws, provided that two thirds of those present at such meeting approve such Amendment, and further provided that the proposed Amendment was presented and read at a regular or special meeting of

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

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

At which meeting a quorum is present as defined in the Bylaws, provided that two thirds of those present at such meeting approve such Amendment and further provided that the proposed Amendment was presented and read at a regular or special meeting of the membership held at least two weeks prior to the meeting at which such Amendment is adopted. A majority of the Board or 25 voting members may propose an Amendment. Such Amendment shall take effect upon adjournment of the meeting at which it was approved and adopted by the membership unless a specific effective date is included in such Amendment.

Article X: No Capital Stock

The Corporation formed hereby shall have no capital stock and shall be composed of members rather than shareholders.

Article XI: Dissolution

In the event of legal dissolution of the Corporation, all assets of the corporation shall be transferred to another nonprofit Florida corporation with similar purposes. None of the assets shall ever be distributed among the membership in the event of such dissolution. Filed with the Secretary of State, State of Florida on March 24, 1965. Corrective Certificate received and Articles amended by Secretary of State, State of Florida on May 10, 1967.

Name: N/A

Address: |

Required Signature/Registered Agent

Date

05 APR 11:33
STATE
FL

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: March 4, 2024 (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: March 4, 2024

Signature: Peggy McAninch

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Peggy McAninch

(Typed or printed name of person signing)

President

(Title of person signing)

GFWC Woman's Club of Welaka, Inc.
Special Executive Board Meeting, at the Clubhouse
Prior to General Meeting
March 4, 2024

In attendance: We have a quorum.

Peggy McAninch	President
RuthE Haper	1st Vice President
Lorrie Turnbull	3rd Vice President
Patsy Beasley	Recording Secretary
Susan Chandlee	Treasurer
Cathy Hinnant	Arts and Culture Chairman
Deborah Johnson	Past District 4 Director, Civic Engagement / Outreach Chairman
Diane Wintamute	Education & Libraries Chairman
Diana Silvey	Health and Wellness, Co-Chairman
Felicia Stalder	Communication and Public Relations
Jimmie Clark	Past President

Absent:

Courtney Desouza	2 nd Vice President
Dee Craft	Environment / Assistant Treasurer
Sandy Parker	Corresponding Secretary
Katie Thrasher	Club Manager
Cindy McGuire	Parliamentarian Advisory

President, **Peggy McAninch** stated the purpose of this special meeting is to expedite the following motions:

1). Board members were provided with copies of the original Articles of Incorporation as well as a draft of the proposed revisions. For ease of comparison, it was noted that changes were made to Article II: Purpose; Article III: Membership; Article VI: Bylaws; Article VIII: Powers; Article IX: Formerly titled Real Estate Indebtedness-Proposed change to be titled Amendment; Article X: No Capital Stock and Article XI: Dissolution. Following acceptance of the revisions, they will be sent to the State of Florida for review and implementation of proposed amendments.

Diana Silvey moved that the Woman's Club of Welaka amend certain original incorporation Articles: Article II: Purpose; Article III: Membership; Article VI: Bylaws; Article VIII: Powers; Delete Article IX: Real Estate Indebtedness, new Article IX: Amendment; Article X: No Capital Stock; Article XI: Dissolution. Seconded by **Jimmie Clark**. All in favor. Ayes

2). **RuthE Haper** moved that the Woman's Club of Welaka donate \$3,250 to the Crescent City High School Band from our Golf Tournament on March 2, 2024. Seconded by **Felicia Stalder**. All in favor. Ayes

3) **RuthE Haper** moved the Woman's Club of Welaka pay the Fabulette's Trio and sound mixer a total of \$350.00 to perform at our club on April 6, 2024 from 7:00p.m. – 9:00p.m., Tickets \$35. Proceeds will go to the clubs building fund and community projects. Seconded by **Lorrie Turnbull**. All in favor. Ayes

Executive Board of Directors Meeting

Motion Form

March 4, 2024

Meeting: GFWC Womans Club of Welaka, Inc.

Makers Name: __Diana

Silvey _____

Title _____ Committee

Member _____

"I move that : We amend certain original incorporation Articles: Article II:

Purpose; Article III:

Membership _____

Article VI: Bylaws; Article VIII: Powers; Delete _Article IX: Real Estate
Indebtedness, new Article IX: _____

Amendment, _Article X: No Capiral Stock, Article XI:

Dissolution. _____

Action: Approved by unanimous vote of membership present.

Seconded: _ Felicia Stalder _____

Amended _____ NO _____ (attach amended motion)

Adopted _____ YES _____

Referred _____ N/A _____ to (Committee) _____

Postponed to a define time _____

(time postponed to) _____

AN EXERPT FROM THE MINUTES OF MARCH 4, 2024
FOR THE GFWC WOMANS CLUB OF WELAKA, INC.

This is concerning our Club's quest for a 501-c-3 designation.

President, Peggy McAninch explained our need for a vote to amend the Articles of Incorporation. Peggy asked **Diana Silvey** to introduce the Motion. Diana also explained our reason for this action being that we are currently an IRS designated nonprofit 501-c-4. This means that we are more of a social entity, and we need to clarify that we are a charitable organization that when donations are received by a 501-c-4 they are not deductible on ones IRS tax form. When donations are received by a 501-c-3, the giver can claim the donation as a charitable deduction on their IRS tax form. We want to be a 501-c-3 organization.

Diana helped everyone understand the process of the quest and explained that since we were changing the language of the "**Purpose**" of our Club it made sense to go ahead and update the rest of the Articles.

Diana read the motion. (included in these documents)

FILED
MAR 11 2024
CLERK OF STATE
TALLAHASSEE, FL

General Membership Meeting

Motion Form

March 4, 2024

Meeting: GFWC Womans Club of Welaka, Inc.

Makers Name: __Diana

Silvey _____

Title _____ Committee

Member _____

"I move that : We amend certain original incorporation Articles: Article II:

Purpose; Article III:

Membership _____

Article VI: Bylaws; Article VIII: Powers; Delete _Article IX: Real Estate
Indebtedness, new Article IX: _____

Amendment, _Article X: No Capiral Stock, Article XI:
Dissolution. _____

Action: Approved by unanimous vote of membership present.

Seconded: _ Felicia Stalder _____

Amended _____ NO _____ (attach amended motion)

Adopted _____ YES _____

Referred _____ N/A _____ to (Committee) _____

Postponed to a define time _____

(time postponed to) _____

GFWC Woman's Club of Welaka. Inc.

Articles of Incorporation

REVISED ARTICLES OF INCORPORATION of the GFWC WOMAN'S CLUB OF WELAKA, INC. adopted March 4, 2024.

ARTICLE I Name

The name of this organization shall be GFWC WOMAN'S CLUB OF WELAKA. INC. (hereinafter referred to as Corporation).

ARTICLE II: Purpose

The purpose of the Corporation shall be to promote and advance the welfare of humanity by fostering interest and concern among the membership in the prevailing philanthropic, charitable, educational, cultural and civic conditions of the community; by cultivating an awareness of worthy endeavors on a state, national and international level, and by giving definite active and financial support to the selected charitable and philanthropic activities, educational programs and all of the projects of the Corporation that contribute to the betterment of the community and/or mankind.

ARTICLE III: Membership

The qualifications of members and the manner of their admission shall be as provided in the Bylaws of the Corporation.

ARTICLE IV: Term

The term for which this Corporation shall exist is perpetual.

ARTICLE V: Subscribers

The names and residence of the subscribers and incorporators of said corporation are as follows:

Gladys A. Dahl	Georgetown, FL
Pearl C. Harris	Satsuma, FL
Dauretta E. Smith	Welaka, FL
Betty Joe Dillard	Welaka, FL
Bessie H. Raulerson	Welaka, FL
Jean S. Robinson	Welaka, FL
Mati Belle Reeder	Welaka, FL

ARTICLE VI: Officers

The names of the officers who shall manage the affairs of the Corporation until the first election under the charter, are as follows: (REFER TO ORIGINAL CHARTER).

ARTICLE VII: Bylaws

The bylaws of the Corporation shall be made, altered, or rescinded by a 2/3 vote of any legal meeting of the Corporation after such notice as shall be prescribed in the bylaws stating that such matter will be considered at such meeting by the membership in the manner provided for in the Bylaws.

ARTICLE VIII: Powers

The Corporation shall exercise all powers now or hereafter granted to a nonprofit Florida corporation under and by the laws of the State of Florida except and excluding any such power that may conflict with the provisions of these Revised Articles of Incorporation and/or the Bylaws of the Corporation. The Corporation shall not have a Constitution but rather shall be governed by

the terms and provisions of these Revised Articles of Incorporation and the terms and provisions of the Bylaws.

ARTICLE IX: Amendment

These Revised Articles of Reincorporation may be amended at any regular or special meetings of the membership, at which meeting a quorum is present as defined in the Bylaws, provided that two thirds of those present at such meeting approve such Amendment, and further provided that the proposed Amendment was presented and read at a regular or special meeting of the membership held at least two weeks prior to the meeting at which such Amendment is adopted. A majority of the Board of Directors or 25 voting members may propose an Amendment. Such Amendment shall take effect upon adjournment of the meeting at which it was approved and adopted by the membership unless a specific effective date is included in such Amendment.

ARTICLE X: No Capital Stock

The Corporation formed hereby shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE XI: Dissolution

In the event of legal dissolution of the Corporation, all assets of the corporation shall be transferred to another nonprofit Florida corporation with similar purposes. None of such assets shall ever be distributed among the membership in the event of such dissolution. Filed with the Secretary of State, State of Florida on March 24, 1965. Corrective Certificate received and Articles amended by Secretary of State, State of Florida on May 10, 1967.

State of Florida

Secretary of State



I, Tom Adams, Secretary of State of the State of Florida,
Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation
of

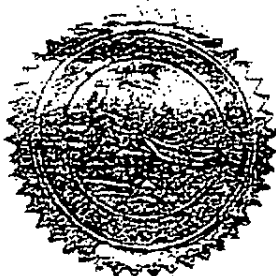
WOMAN'S CLUB OF WELAKA, INC.,

a corporation not for profit organized and existing under the Laws of the
State of Florida, filed on the 10th day of May,

A.D., 1967, as shown by the records of this office.

Given under my hand and the Great Seal of the
State of Florida, at Tallahassee, the Capital,
this the 10th day of May,

A.D. 1967.

A handwritten signature in cursive script, reading "Tom Adams".

Secretary of State

ARTICLES OF INCORPORATION

OF

WOMAN'S CLUB OF WELAKA, INC.

A NON-PROFIT CORPORATION

We, the undersigned, associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, under the following proposed charter.

Article I NAME: The name of the corporation shall be WOMAN'S CLUB OF WELAKA, INC., and is to be located in Putnam County, Florida.

Article II PURPOSE: The general nature and purpose of the corporation is to direct the women of this area in purposes to better the community, state and nation, and to engage in projects of such a nature, either alone or in concert with others.

Article III MEMBERSHIP: Any woman, regardless of age, shall be admitted to membership herein, upon being admitted to membership in the WOMAN'S CLUB OF WELAKA, the same being a club affiliated with the Florida Federation of Women's Clubs, and such other and further qualifications as may be prescribed in the By-Laws of this corporation.

Article IV TERM: This corporation shall have a perpetual existence.

Article V SUBSCRIBERS: The names and residences of the subscribers are as follows:

Gladys A. Dahl	Georgetown, Fla.
Pearl C. Harris	Satsuma, Fla.
Dauretta E. Smith	Welaka, Fla.
Betty Joe Dillard	Welaka, Fla.
Essie H. Raulerson	Welaka, Florida
Joan S. Robinson	Welaka, Fla.
Belle Reeder	Welaka, Florida.

Article VI OFFICERS: The business affairs of this corporation shall be managed and conducted by a Board of Directors consisting of members of the corporation. The first Board of Directors

shall consist of the following named persons: Gladys A. Dahl

Pearl C. Harris, Bessie H. Raulerson

Jean S. Robinson and Matt Belle Reeder, who will serve

until elections are held pursuant to the By-Laws of this corporation. The address of each is Welaka, Florida.

The By-Laws of this corporation shall set forth the organization and duties of the Board of Directors and the length of term of each Director, and the manner of their election.

There shall be elected, by and from the Board of Directors, a President, Vice-President, Treasurer and Secretary, their duties to be specified by the By-Laws of the corporation, and until such election the following shall occupy said offices: Gladys A. Dahl, President; Pearl C. Harris, Vice-President; Bessie H. Raulerson, Treasurer; Jean S. Robinson, Secretary.

Article VII BY-LAWS: The By-Laws of the corporation are to be made, altered or rescinded upon a two-thirds vote of the members present at any regular meeting of the members, who in like manner may propose and adopt amendments to the Articles of Incorporation.

Article VIII NO CAPITAL STOCK: The corporation formed hereby shall have no capital stock, and shall be composed of members rather than shareholders.

Article IX REAL ESTATE AND INDEBTEDNESS: The amount in value of real estate which the corporation shall hold, shall not exceed \$50,000.00, nor shall the corporation subject itself to indebtedness greater than two-thirds of the value of the property of the corporation.

WITNESS the hand and seals of the incorporators hereof at Welaka, Putnam County, Florida, this 24th day of March, 1965.

Gladys A. Dahl L.S.
Pearl C. Harris L.S.
Bessie H. Raulerson L.S.
Jean S. Robinson L.S.
Matt Belle Reeder L.S.

Amend to Article VII

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority, personally appeared,

Gladys A. Dahl

Bessie H. Raulerson

Pearl C. Harris

Jean S. Robinson

Dauretta E. Smith

Mati Belle Resder

Betty Jo Dillard

to me known to be the persons who
described in the foregoing Articles of Incorporation of the
Woman's Club of Welaka, Inc., and acknowledged the same, and on
oath depose and say that it is intended in good faith to carry
out the purposes and objects set forth.

WITNESS my hand and official seal in the County and State
last aforesaid this 24th day of March, 1965.

E. L. F. Lanning
Notary Public

My commission expires: Notary Public, State of Florida at Large
My Commission Expires Oct. 1st 1967
Issued By American Title & Casualty Co.

