

715047

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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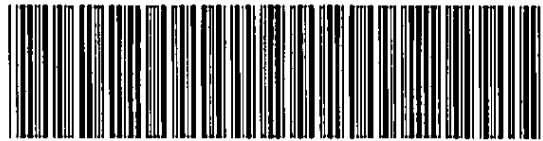
(Business Entity Name)

(Document Number)

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2019 APR 22 AM 8:50

Amend/cc

APR 23 2019
I ALBRITTON

Articles of Amendment
to
Articles of Incorporation
of

BOYS & GIRLS CLUBS OF POLK COUNTY, INC.

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

715047

(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:

N/A

(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

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	_____	_____	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	_____	_____	_____
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5) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

See Exhibit A attached

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

EXHIBIT "A"
AMENDED
ARTICLES OF INCORPORATION
OF
BOYS & GIRLS CLUBS OF POLK COUNTY, INC.
(A Corporation Not for Profit)

These Amended aArticles of Incorporation, which did not require member approval, were approved by a majority of the Board of Directors on March 21, 2019.

ARTICLE I

NAME

The name of this corporation shall be BOYS & GIRLS CLUBS OF POLK COUNTY, INC.

ARTICLE II

PURPOSES

1. The purpose of this nonprofit, charitable, educational corporation shall be to promote the health, social, educational, vocational and character development of boys and girls in Polk County, irrespective of race, color, creed or national origin, and for such other lawful and charitable, educational, literary, or scientific purposes as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding section of any future United States Internal Revenue Law.

2. The corporation shall have no capital stock, its object and purpose being solely of a benevolent nature and not for individual pecuniary gain or profit.

ARTICLE III

MEMBERSHIP

This Corporation shall be governed exclusively by its Board of Directors and shall not have members.

ARTICLE IV
PERPETUAL EXISTENCE

This corporation is to exist perpetually.

ARTICLE V
SUBSCRIBERS

The names and residences of the original subscribers to these Articles are:

<u>NAME</u>	<u>RESIDENCE</u>
TOM BLUBAUGH	27 Woodcrest Court Mulberry, Florida 33860
GLENN FOLSOM	922 Marietta Lakeland, Florida 33803
VALSE JOHNSON	6405 Dartmouth Rd. Lakeland, Florida 33801

ARTICLE VI
BOARD OF DIRECTORS; EXECUTIVE COMMITTEE

The business affairs of this corporation shall be managed by a Board of Directors. This corporation shall have not less than three directors initially nor more than forty.

The members of the Board of Directors shall be elected and hold office in accordance with the bylaws.

If so provided in the bylaws, the Board may authorize an Executive Committee to have and exercise all authority of the Board of Directors; provided, however, that the Executive Committee shall not have the power to fill vacancies on the Board or any committee thereof, or to adopt, amend or repeal the bylaws.

ARTICLE VII
OFFICERS

The officers of the corporation shall consist of a chair (or co-chairs), one or more vice chairs, a secretary, a treasurer and such other offices as may be provided in the bylaws. The officers shall be elected at the annual meeting of the Board of Directors or as otherwise provided in the bylaws.

ARTICLE VIII

BYLAWS

The Board of Directors of this corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the bylaws may be amended, altered or rescinded by majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for the purpose, subject to quorum requirements established by the bylaws.

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors called for that purpose in the manner and subject to the provisions of the bylaws.

ARTICLE X

QUORUM REQUIREMENTS

A quorum of the Board of Directors for conducting business at any meeting, other than for the purpose of approving amendments to these Articles of Incorporation, shall be designated in the bylaws of the corporation; provided that the bylaws may not prescribe a quorum requirement consisting of fewer than one-third of the total current active members of the Board. The quorum for special meetings called for the purpose of amending these Articles of Incorporation shall not be less than a majority of the total current active members of the Board.

ARTICLE X

LOCATION

The principal place of business of this corporation initially shall be at 1525 Martin L. King Jr. Avenue, Lakeland, Florida, with service locations throughout Polk County, Florida.

ARTICLE XI

LIMITATIONS ON CORPORATE POWER

The corporate powers of the Corporation are as provided in Chapter 617, Florida Statutes, as amended from time to time, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, unless such member, director, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), and the Corporation shall not participate in or intervene in any political campaign (including the publishing or distributing of statements) on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by an organization qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code, or corresponding section of any future United States Internal Revenue Law, or (ii) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding section of any future United States Internal Revenue Law.

ARTICLE XII

DISSOLUTION

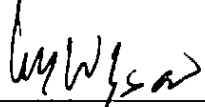
In the event of the dissolution or winding up of the Corporation, its assets remaining after payment of all debts and liabilities of the Corporation shall be distributed to one or more organizations located or operating in Polk County, Florida and providing services and opportunities similar to those offered by the Corporation, that themselves are exempt from federal income taxation as organizations described by Section 501(c)(3) of the Code, or corresponding section of any future United States Internal Revenue Law or, if no such entity exists, shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

CERTIFICATE
OF
AMENDMENT OF ARTICLES OF INCORPORATION
OF
BOYS & GIRLS CLUBS OF POLK COUNTY, INC.

The undersigned duly elected and acting Chair of the Board of Boys & Girls Clubs of Polk County, Inc. (the "Company"), who is also a Director and being duly authorized by the Board of Directors of the Company to execute and file this certificate with the Department of State, hereby certify pursuant to Section 617.1007(3), Florida Statutes, as follows:

1. The Company is the surviving entity of a merger between the Boys & Girls Clubs of Lakeland, Inc. and the Citrus Center Boys & Girls Clubs, Inc., as evidenced by the Articles of Merger filed with the Department on February 26, 2019, and with an effective date of March 1, 2019. The Company's document number is 715047.
2. The Company has no members.
3. On March 21, 2019, the Board of Directors of the Company unanimously adopted Amended Articles of Incorporation of the Company at a meeting duly called and held and at which a majority of the Directors were present and voting throughout. A true and correct copy of the Articles of Incorporation, as approved by the Board of Directors, is attached hereto as Exhibit A.
4. The Amended Articles of Incorporation of the Company are intended to supersede in their entirety the original articles of incorporation of the Company currently in effect, including all amendments to them as heretofore filed with the Department of State.
5. These amendments to the original articles of incorporation, as heretofore amended, shall become effective upon the delivery to and filing thereof by the Department of State.

In witness whereof, we have duly executed this Certificate at the direction of the board as of this 21st day of March, 2019.



Chair of the Board

The date of each amendment(s) adoption: March 21, 2019, if other than the date this document was signed.

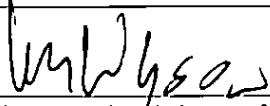
Effective date if applicable: Upon filing
(no more than 90 days after amendment file date)

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.
- ☒ 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 March 21, 2019

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)

Kerry M. Wilson
(Typed or printed name of person signing)

Co-Chair of the Board of Directors
(Title of person signing)