

716888

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19542080845 From Ranae McGraw

Florida Department of State  
Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
GREATER MIAMI BOYS' CLUBS FOUNDATION, INC.**

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DIVISION OF CORPORATIONS  
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JUN 23 2017

DATE FILED  
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Articles of Amendment  
to  
Articles of Incorporation  
of

Greater Miami Boys' Clubs Foundation, Inc.  
(Name of Corporation as currently filed with the Florida Dept. of State)

716888  
(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:

*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 **MAX 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:

(Florida street address)

New Registered Office 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

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; VP = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CFO = 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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	T	Susan Geiger	2850 SW 32nd Avenue
<input type="checkbox"/> Add			Miami, Florida 33133
<input checked="" 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			

Please see attached.

The date of each amendment(s) adoption: June 21, 2017, if other than the date this document was signed.

Effective date if applicable: June 21, 2017  
(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

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)

Robert M. Kene-  
(Typed or printed name of person signing)

President  
(Title of person signing)

Articles of Incorporation of the Corporation are amended by deleting Article III and replacing as follows:

This Corporation is hereby organized as a not for profit organization for charitable purposes and is to be operated exclusively for the benefit of the Boys and Girls Club of Miami-Dade, Inc., a Florida nonprofit corporation ("*BGC Miami*"). It is the intention of this Corporation that at all times it shall comply with the provisions of the Internal Revenue Code to qualify as a charitable organization and to permit contributions to it to be deductible by the donor. It is also the intention of this Corporation to be treated as a "supporting organization."

The Corporation shall have the common law and statutory powers of a not for profit corporation which are not in conflict with the terms of the Articles of Incorporation and bylaws of the Corporation. The Corporation shall also have the powers to implement the purposes of the Corporation.

The purposes of this Corporation are:

- (i) to hold title to the land located at 2805 SW 32<sup>nd</sup> Avenue, Miami, FL 33133, for the benefit of BGC Miami;
- (ii) to lease the land to same to BGC Miami pursuant to the terms and conditions as determined to be in the best interests of the Corporation; and
- (iii) to enter into financing transactions, as a borrower and a lender, as determined to be in the best interests of the Corporation.