

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : ANITRA LANCZI, P.A.
Account Number : I20120000081
Phone : (954)278-6723
Fax Number : (954)252-4142

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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20 SEP 22 AM 11:12

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DIVISION OF CORPORATIONS

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SOUTH FLORIDA WILDLIFE CENTER, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$35.00

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SEP 23 2020

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COVER LETTER

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

South Florida Wildlife Center, Inc.

SUBJECT: _____
CORPORATE NAME

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

☒ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 SEP 22 AM 11:12

FROM: Anitra D. Lanczi

Name (Printed or typed)
Anitra Lanczi, P.A., 1512 E. Broward Blvd., Suite 101

Address
Fort Lauderdale, FL 33301

City, State & Zip
954-278-6723

Daytime Telephone number
Anitra@LancziLaw.com

E-mail address: (to be used for future annual report notification)

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

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RESTATED ARTICLES OF INCORPORATION

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

ARTICLE I NAME South Florida Wildlife Center, Inc.

The name of the corporation is: _____

ARTICLE II RESTATED ARTICLES See attached.

The text of the Restated Articles is as follows: _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 SEP 22 AM 11:12

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation South Florida Wildlife Center, Inc. (the "Corporation") are adopted pursuant to Section 617.1007 of the Florida Statutes, pursuant to approval of the Board of Directors on June 25, 2020, effective July 1, 2020. The Corporation has no members. The Articles of the Corporation are hereby amended and restated to read as follows:

ARTICLE I – NAME

The name of the corporation shall be South Florida Wildlife Center, Inc. (the "Corporation").

ARTICLE II – PURPOSE

The Corporation is organized and operated as a Florida not for profit corporation primarily for the purpose of protecting and preserving wildlife through rescue, rehabilitation, and education and exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and the purposes permitted by Section 617.0301 of the Florida Corporations Not For Profit Act, and include for such purposes research and training and the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - MEMBERS

The Corporation shall not have corporation members.

ARTICLE IV – TERM

The Corporation shall have perpetual existence.

ARTICLE V – SUBSCRIBERS

The respective names and residences of the subscribers to these Amended and Restated Articles of Incorporation are as follows:

Jeffrey J. Arciniaco, 802 West Palmetto Park Rd, Boca Raton, FL 33486

Thomas J Sabatino, 1135 3rd Ave S #510, Naples, FL 34102

Ardath Rosengarden, 1400 S Ocean Blvd #501, Boca Raton, FL 33432

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors shall consist of the number of directors specified in the By-laws, but not less than three (3). Directors shall be elected or appointed in the manner and for the terms provided in the Corporation's By-laws.

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ARTICLE VII - OFFICERS

The officers of the Corporation shall be selected by the Board of Directors as provided in the By-laws.

ARTICLE VIII - BYLAWS

The By-laws of the Corporation shall be made by the Directors and may be rescinded, altered or otherwise amended at any regular or special meeting of the Board of Directors as provided in the By-laws.

ARTICLE IX - AMENDMENT

The Articles of Incorporation of the Corporation may be amended, rescinded or altered at any regular or special meeting of the Board of Directors upon not less than five days notice of the proposed change and by a vote favoring the action consisting of not less than two-thirds (2/3's) of those directors present and voting.

ARTICLE X - POWERS

The Corporation shall have all the powers of a Florida corporation not for profit, including the power to organize branches for the carrying out of its objects in various parts of the State of Florida.

ARTICLE XI - DISSOLUTION

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as an organization described in Section 501(c)(3) and Section 170(c) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future Internal Revenue Code, or to federal, state or local government, for exclusive public purpose.

ARTICLE XII - REGISTERED OFFICE AND RESIDENT AGENT

The principal office of the Corporation shall be 3200 S. W. 4th Avenue, Fort Lauderdale, FL 33315, or such other location in the future as may be designated by the Board of Directors.

The Registered Agent of the Corporation and their address is Jeffrey J. Arciniaco, 3200 S. W. 4th Avenue Fort Lauderdale, FL 33315.

ARTICLE XIII MISCELLANEOUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not

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participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be signed in its name by its President this 25th day of June, 2020.

South Florida Wildlife Center, Inc.

By: 

Name: Jeffrey J. Arciniaco

Title: President

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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)

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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:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	See Attached	_____
<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	_____	_____	_____

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South Florida Wildlife Center, Inc.

Amended Officers and Directors as of July 1, 2020

	Type of Action	Title	Name	Address
1	Remove	VP	Wayne Pacelle	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
2	Remove	T	Thomas G. Waite	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
3	Remove	D	Debra Parsons Drake	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
4	Remove	D	Melissa Seide Rubin	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
5	Remove	S	Amy C Rodgers	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
6	Change	P, D	Jeffrey J Arcinlaco	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
7	Add	T, D	Thomas J. Sabatino	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315
8	Add	S, D	Ardath Rosengarden	3200 S.W. 4 th Ave. Fort Lauderdale, FL 33315

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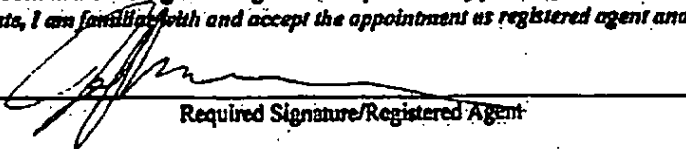
The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Jeffrey J. Arciniaco
Address: 3200 SW 4th Ave
Fort Lauderdale, FL 33315

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

X


Required Signature/Registered Agent

July 1, 2020
Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____, and the votes cast were sufficient for approval

☒ These restated articles of incorporation were adopted by the board of directors. There are no members.

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ARTICLE VIII EFFECTIVE DATE:

July 1, 2020

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Effective date, if other than the date of filing: _____ (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.817.135, F.S.

June 25, 2020

Dated: _____

Signature: ☒ _____

(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)

Jeffrey J. Arciniaco

(Typed or printed name of person signing)

President

(Title of person signing)

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ANITRA LANCZI, P.A.
1512 E. Broward Blvd., Suite 101
Fort Lauderdale, FL 33301
Anitra@LancziLaw.com
954-278-6723 / 954-614-2297

BY FAX

September 22, 2020

Terri J. Schroeder
Regulatory Specialist III
Florida Department of State
Division of Corporations

Re: South Florida Wildlife Center Inc. -Ref: 717330

Thank you for your response today to my corrected filing for the South Florida Wildlife Center, Inc.. The amended filing is attached. The only revision was to the title and preamble of the Articles, per your letter, to include the date of adoption, the effective date, the fact that they were adopted by the Board and that there are no members. Please note that the Articles and the filing are both signed on their respective last pages by the President of the Corporation, who is a properly authorized officer for this purpose.

I have not been able to reach anyone at the Department of State regarding this filing for some time now. I have left messages with call back numbers, sent emails, and finally sent a physical letter. If there are further issues with the filing please let me know. I can be reached at 954-614-2297.

Yours truly,

Anitra D. Lanczi