

722580

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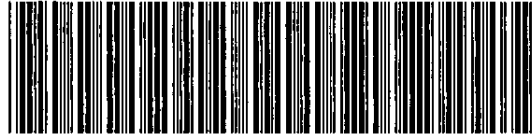
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Amended / CC  
Restated  
@ 5/24/12

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Ocala-Marion County Chamber of Commerce, Inc.

DOCUMENT NUMBER: 722580

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

Please return all correspondence concerning this matter to the following:

Jaye Baillie, President & CEO

(Name of Contact Person)

Ocala-Marion County Chamber of Commerce, Inc.

(Firm/ Company)

310 SE Third Street

(Address)

Ocala, Florida 34471

(City/ State and Zip Code)

beverlymorris@earthlink.net

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

For further information concerning this matter, please call:

Beverly A. Morris, Esquire at ( 352 ) 732-2860

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

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

- |  |  |  |  |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

**AMENDED AND RESTATED  
ARTICLES OF REINCORPORATION  
OF  
OCALA-MARION COUNTY CHAMBER OF COMMERCE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
12 MAY 23 PM 1:16

Pursuant to the provisions of section 617.1007, Florida Statutes (2011), these Amended and Restated Articles of Reincorporation amend and restate the Articles of Reincorporation of the Ocala-Marion County Chamber of Commerce dated February 1, 1972, the Articles of Amendment of Articles of Reincorporation of Ocala-Marion County Chamber of Commerce dated December 13, 1977 and the Articles of Amendment to the Articles of Reincorporation of the Ocala-Marion County Chamber of Commerce (as Amended), dated January 10, 2011, (hereinafter referred to as the Amended Articles of Reincorporation). The Board of Directors of the Ocala-Marion County Chamber of Commerce adopted a Resolution dated April 26, 2012, to amend and restate the Amended Articles of Reincorporation and brought this Resolution to the members for a vote at a special meeting dated May 9, 2012. Two-hundred members were present at that meeting or cast an electronic vote. The results of that vote being: One thousand, three hundred and ninety-eight (1,398) for the adoption of the Amended and Restated Articles of Reincorporation, and one (1) against the adoption of the Amended and Restated Articles of Reincorporation, thereby meeting the requirements of a majority vote of the members present in person or electronically.

**ARTICLE I  
NAME**

The name of the corporation is the Ocala-Marion County Chamber of Commerce, Inc.

**ARTICLE II  
ADDRESS**

The corporation's principal place of business shall be at: 310 SE Third Street, Ocala, Florida 34471 or at such other address as may from time to time be determined by the Board of Directors.

**ARTICLE III  
POWERS**

In order to promote the purposes of this corporation, it shall have and exercise all the corporate powers in section 617, Florida Statutes (2011) and such additional powers as may from time to time be vested by the laws of the State of Florida.

ARTICLE IV  
NOT FOR PROFIT STATUS

This corporation shall not have or issue shares of stock nor pay dividends, and no part of the income of the corporation shall be distributed to its members, directors, or officers. In the event of dissolution, the Board of Directors shall dispose of all assets of the corporation remaining after the Claims of Creditors have been satisfied. The corporation is operating solely for non-profit, public purposes which are qualified for exemption under the Internal Revenue Code of the United States.

ARTICLE V  
PURPOSE

This corporation is a not for profit organization of business and professional persons dedicated to improve the business climate, economic community and quality of life in Ocala, Marion County, Florida. It will act for any lawful purpose not for pecuniary profit and not specifically prohibited to corporations under the laws of the State of Florida, more specifically section 617, Florida Statutes (2011).

ARTICLE VI  
REGISTERED AGENT

The location and address of the corporations' initial Registered Office in Ocala, is 310 SE Third Street, Ocala, Florida 34471. The initial Registered Agent at the Registered Office is Jaye Baillie. Having been named as Registered Agent and to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby accept the appointment of Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of any duties, and I am familiar with and accept the obligations of my position as Registered Agent.

JAYE BAILLIE  
Name \_\_\_\_\_  
Jaye Baillie  
Signature \_\_\_\_\_

Dated: May 9, 2012

OCALA MARION COUNTY CHAMBER  
OF COMMERCE, INC.

By: Jaye Baillie  
Jaye Baillie, its President/CEO

OCALA MARION COUNTY CHAMBER  
OF COMMERCE, INC.

By: Dave Fechtman  
Dave Fechtman, Chairman