

722762

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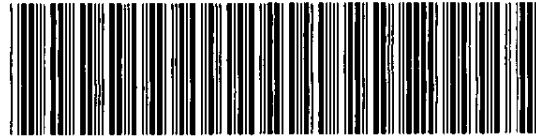
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DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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11 SEP 28 AM 8:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
C.COULLIETTE

SEP 28 2011

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Association of Nurse Anesthetists

DOCUMENT NUMBER: 722762

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

Please return all correspondence concerning this matter to the following:

James W. Linn

(Name of Contact Person)

Lewis, Longman & Walker, P.A.

(Firm/ Company)

315 South Calhoun Street, Suite 830

(Address)

Tallahassee, FL 32301

(City/ State and Zip Code)

tkautter@kmgnet.com

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

For further information concerning this matter, please call:

James W. Linn

(Name of Contact Person)

at (850) 222-5702

(Area Code & Daytime Telephone Number)

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

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is 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

Articles of Amendment
to
Articles of Incorporation
of

FLORIDA ASSOCIATION OF NURSE ANESTHETISTS, INC.

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

722762

(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 MAY 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:

New Registered Office Address:

(Florida street 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

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TALLAHASSEE, FLORIDA

(Attach additional sheets, if necessary)

See attached Amended Articles of Incorporation.

The date of each amendment(s) adoption: June 11, 2011
(date of adoption is required)

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

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 September 22, 2011

Signature Michael Steighner, CRA
(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)

Michael Steighner
(Typed or printed name of person signing)

President
(Title of person signing)

**AMENDED ARTICLES OF INCORPORATION OF
FLORIDA ASSOCIATION OF NURSE ANESTHETISTS
A CORPORATION NOT FOR PROFIT
Amended June 11, 2011**

Article I – Name. The name of the corporation is FLORIDA ASSOCIATION OF NURSE ANESTHETISTS, INC.

Article II – Term of Existence. The period of duration of the corporation shall be perpetual.

Article III – Purposes. The objectives of FANA shall be to promote the best interests of its members; to cooperate with the American Association of Nurse Anesthetists (hereinafter known as AANA); to facilitate cooperation between anesthetists and the medical profession, hospitals, and other agencies interested in anesthesia; and, in general, to advance the science and art of anesthesiology.

Article IV – Qualification of Members. The corporation shall have one or more classes of members, as provided in the bylaws. The designation of such class or classes, the qualifications and rights of the members of each class, any quorum and voting requirements for meetings and activities of the members, and notice requirements sufficient to provide notice of meetings and activities of the members shall be as provided in the bylaws.

Article V – Directors. The board of directors shall consist of three or more individuals, with the number specified in or fixed in accordance with the bylaws. The manner in which the directors are elected or appointed shall be as provided in the bylaws.

Article VI – Officers. The corporation shall have the officers described in its bylaws. Officers shall be elected or appointed at such time and for such terms as is provided in the bylaws.

Article VII – Powers. In addition to the powers granted corporations under the laws of the State of Florida, the corporation shall have full power and authority to: regulate, control and direct its activities according to the bylaws of the corporation for carrying out its purposes and to do anything incidental to its purposes or which may be done by a non-profit corporation organized for such purposes under the laws of the State of Florida and to possess all proper powers, rights, and privileges permitted to such non-profit corporation by such laws.

Article VIII – Capital Stock. The corporation shall have and issue no capital stock and shall be operated without profit. No part of the corporation's net earnings shall inure to the benefit of any private individual.

Article IX – Dissolution. In the event of dissolution, no Director, officer or individual member of the corporation shall be entitled to share in the distribution, but all of the corporation's assets and properties, if any, shall be donated, transferred, delivered and conveyed by the Directors to the American Association of Nurse Anesthetists, Park Ridge, Illinois, therefore to be used for similar activities in the interest of Certified Registered Nurse Anesthetists; provided, however, that should the American Association of Nurse Anesthetists be not then in existence, or in the event it does not qualify as an exempt organization under Section 501 (c) of the Internal Revenue Code (as same may be amended) the said assets and properties of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, to be used exclusively for exempt purposes most closely approximating those set out in Article III of these Amended and Restated Articles of Incorporation, or to the federal, state, or local government, to be used exclusively for public purposes.

Article X – Bylaws. The bylaws of the corporation may be altered, amended, or repealed, and new bylaws may be adopted, in the manner provided in the bylaws.

Article XI – Amendment. The Articles of Incorporation may be amended from time to time by a majority vote of the voting members present and voting at any annual meeting or at any special meeting called for that purpose and duly held in accordance with the bylaws.

CERTIFICATE

The foregoing Amended Articles of Incorporation were duly adopted by the members of the Florida Association of Nurse Anesthetists on the 11th day of June, 2011.

Dated 17 September 22, 2011
Signature Michael Steighner CRA
Michael Steighner, President