

726285

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(Address)

(Address)

(City/State/Zip/Phone #)

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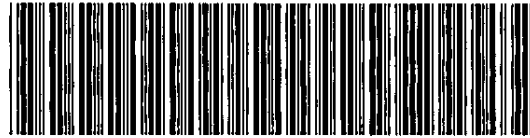
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14 APR 17 AM 11:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. LEWIS  
APR 24 2014  
EXAMINER

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **SUN 'N FUN Chapter 454 (EAA), Inc.**

DOCUMENT NUMBER: **726285**

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

Please return all correspondence concerning this matter to the following:

**Richard Murray**

(Name of Contact Person)

(Firm/ Company)

**15806 Sorawater Drive**

(Address)

**Lithia, FL 33547**

(City/ State and Zip Code)

**eea454@gmail.com**

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

For further information concerning this matter, please call:

**Richard Murray**

(Name of Contact Person)

at ( **813** ) **746-7468**

(Area Code & Daytime Telephone Number)

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

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input 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

Articles of Amendment  
to  
Articles of Incorporation  
of

APPROVED  
AND  
FILED

14 APR 17 AM 11:21

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUN 'N FUN Chapter 454 (EAA), Inc.

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

726285

(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)

3900 Don Emerson Road  
Lakeland, FL 33811

**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:

\_\_\_\_\_, Florida  
(City)

(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	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 checked="" type="checkbox"/> Change ____ Add ____ Remove	PD	Sal Capra	2720 Longwood Drive Lakeland, FL 33811
2) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	VD	Craig Payne	283 Spring Meadow Drive Plant City, FL 33566
3) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	SD	Richard Murray	15806 Sorawater Drive Lithia, FL 33547
4) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	TD	Ernest Sanborn	3697 Sandhill Crane Drive Lakeland, FL 33801
5) ____ Change ____ Add ____ Remove	_____	_____	_____
6) ____ Change ____ Add ____ Remove	_____	_____	_____

**E. If amending or adding additional Articles, enter change(s) here:**

(attach additional sheets, if necessary). (Be specific)

**Complete Restatement of Articles of Incorporation. See Attached.**

APPROVED  
AND  
FILED

The date of each amendment(s) adoption: March 10, 2014, if other than the date this document was signed.

14 APR 17 AM 11:21

Effective date if applicable: N/A

(no more than 90 days after amendment file date)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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 10, 2014

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)

Richard Murray

(Typed or printed name of person signing)

Secretary

(Title of person signing)

*Amended*

## **SUN 'n FUN Chapter 454 (EAA), Inc. Articles of Incorporation**

In compliance with Chapter 617, Florida Statutes, the following Amended and Restated Articles of Incorporation of SUN 'n FUN Chapter 454 (EAA), Inc., a Florida corporation, not for profit, originally incorporated as the Lakeland Chapter 454 Sport Aviation Association (EAA), Inc., duly organized to do business under the laws of the State of Florida, with its Certificate of Incorporation having been filed with the office of the Secretary of State on the 1st day of May, 1973, were duly adopted on March 10, 2014:

### **Restated Articles of Incorporation**

**Article I. Name** The name of this Corporation is SUN 'n FUN Chapter 454 (EAA), Inc. hereafter referred to as "Corporation."

**Article II. Location** The Corporation's principal location shall be at the Lakeland-Linder Regional Airport, 3900 Don Emerson Drive, Lakeland, Florida 33811 or at such other location as may from time to time be designated by the Board of Directors.

**Article III. Term of Existence** This Corporation shall exist perpetually until dissolved by due process of law.

**Article IV. Corporate Powers** The Corporation shall have all of the powers of a Corporation Not for Profit authorized by the Florida Statutes, including without limitation the powers enumerated in Section 617.0307, Florida Statutes.

**Article V. Purpose** The purposes of this Corporation are to:

1. Promote and encourage an atmosphere where all are welcome to become a part of the world of recreational aviation.
2. Encourage, aid and engage in the study for improvement, safety and a better understanding of aviation and the science of aeronautics.
3. Promote a positive, productive and cooperative relationship between the Chapter and organizations such as EAA, FAA, and SUN 'n FUN that provide educational programs, services and facilities to the benefit of everyone interested in aviation.
4. Promote, encourage and facilitate membership in the EAA, along with its missions, goals and objectives.
5. To remain a non-profit fun organization with a volunteer spirit.
6. Remain organized exclusively for charitable, educational and scientific purposes, more specifically to provide members of the general public and youth with an educational opportunity to learn about aviation, aviation history, building

and maintaining experimental, home built, light sport and kit aircraft, restoring and maintaining historic, vintage and antique aircraft, aviation safety, the federal regulation of aviation and maintaining compliance with that regulation and the steps necessary to become a pilot. The Corporation as part of its charitable purposes may also make distributions to other organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

**Article VI. Membership** The membership of this Corporation shall consist of persons defined to be eligible for membership in the Bylaws of the Corporation and the qualifications for membership, the manner of members' admission, voting, and other rights and privileges of members shall be regulated by the Corporation's Bylaws. The Bylaws may establish multiple classes of membership with differing rights.

**Article VII. Board of Directors** The Corporation shall be managed, its properties controlled and its affairs governed under the direction of its Board of Directors. The number of directors of this Corporation shall be as provided in the Bylaws; provided however, the number of Directors shall never be fewer than three (3). The Bylaws shall provide the qualifications for a Director and the manner of election to office.

**Article VIII. Officers** The officers of the Corporation shall consist of a President, Secretary and Treasurer and such other officers as may be provided in the Bylaws. The qualifications for holding office and the manner of election to office shall be prescribed in the Bylaws.

**Article IX. Bylaws** Any Chapter Member may propose a Bylaw amendment consistent with the Chapter's Articles of Incorporation. The Bylaws may be amended, altered or rescinded by majority vote of the Members at any Regular or Special Membership Meeting after proper written notice which shall include the proposed amendment(s).

**Article X. Dedication of Assets** The assets of the Corporation are dedicated to the charitable purpose described in Article V.

No part of the net earnings of this 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 purposes set forth in Article V. No 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 participate in, or intervene in

*Amended*

## **SUN 'n FUN Chapter 454 (EAA), Inc. Articles of Incorporation**

(including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Furthermore, notwithstanding any other provision of these articles, this Corporation shall not engage in any activities or exercise any powers that are not permitted to be carried on by a corporation exempt from the federal income tax under Section 501 (c)(3) of the Internal Revenue code or the corresponding section of any future federal tax code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue code or the corresponding section of any future federal tax code.

1. Jack Bowling, 723 Saratoga, Lakeland, Florida 33801
2. Merl C. Jenkins, Box 248E, Eaton Park, Florida 33840
3. W.D. Thompson, Route 6, Box 70, Lakeland, Florida 33801

**Article XV. Registered Office and Agent** The name and address of the registered agent of this Corporation is: Ernest Sanborn, 3697 Sandhill Crane Drive, Lakeland, Florida 33811.

**Article XI. Distribution of Assets** Upon dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so distributed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes.

**Article XII. Amendments to Articles of Incorporation** Amendments to these Articles of Incorporation may be proposed by any member and adopted by a two-thirds (2/3) majority vote of the Members present at any regular or special meeting of the Corporation called for that purpose, provided that at least fifteen (15) days prior notice of the meeting and the proposed amendment were given to the members in writing.

**Article XIII. Indemnification** Every person who now is or hereafter shall be a director or officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonable incurred by or imposed upon him or her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which she or he is or shall be made a party by reason of his or her being or having been a director or officer of the Corporation (whether or not she or he is a director or officer of the Corporation at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon her or him) except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been negligent in the performance of her or his duties as such director or officer.

**Article XIV. Initial Subscribers** The initial subscribers were: