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DIVISION OF CORPORATIONS
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JUL 19 2013

T. BROWN

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Francis Volunteer Fire Dept, Inc.

DOCUMENT NUMBER: 727989

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

Please return all correspondence concerning this matter to the following:

Bridget Dennis

(Name of Contact Person)

Francis Volunteer Fire Dept, Inc.

(Firm/ Company)

203 Ivy Street

(Address)

Palatka, FL 32178

(City/ State and Zip Code)

bneckbone07@yahoo.com

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

For further information concerning this matter, please call:

Bridget Dennis

(Name of Contact Person)

at (386) 937-3579

(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

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REGISTRATION
FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2013

BRIDGET DENNIS
FRANCIS VOLUNTEER FIRE DEPARTMENT, INC
203 IVY STREET
PALATKA, FL 32178

SUBJECT: FRANCIS VOLUNTEER FIRE DEPARTMENT, INC
Ref. Number: 727989

We have received your document for FRANCIS VOLUNTEER FIRE DEPARTMENT, INC, however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$35.00.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Teresa Brown
Regulatory Specialist II

Letter Number: 413A00016783

Articles of Amendment
to
Articles of Incorporation
of

Francis Volunteer Fire Department,
Inc

~~Francis Volunteer Fire Dept., Inc.~~ error

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

727989

(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:

(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

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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)

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:

X Change PT John Doe
X Remove V Mike Jones
X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u>X</u> Change ___ Add ___ Remove	<u>S</u>	<u>Bridget Dennis</u>	<u>203 Ivy St</u> <u>Belmont, FL 32177</u>
2) ___ Change ___ Add ___ Remove	_____	_____	_____
3) ___ Change ___ Add ___ Remove	_____	_____	_____
4) ___ Change ___ Add ___ Remove	_____	_____	_____
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)

All Articles with changes. See new Articles
Attached. Thanks.

The date of each amendment(s) adoption: 7/2013

Effective date if applicable: 7/4/2013
(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 7/4/2013

Signature Bridget Dennis
(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)

Bridget Dennis
(Typed or printed name of person signing)

Registered Agent Secretary
(Title of person signing)

**Amendment to
Articles of Incorporation
Francis Volunteer Fire Department, Inc**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following Charter.

Article 1 – Name

The name of this Corporation shall be known as Francis Volunteer Fire Department, Inc, hereinafter referred to as the Corporation. It is to be located in the community of Francis at 7414 Crill Avenue, Palatka, Florida 32177. The headquarters are to be located at the same.

Article 2 – Purpose

The purpose for which this Corporation is organized is the prevention of fire or other emergency. The phrase "protection of life" includes emergency medical services by emergency medical personnel when conducted in accordance with programs established by the Board of County Commissioners of Putnam County, Florida and the Department of Public Safety of Putnam County, Florida.

Article 3 – Qualifications of Members

Section 1 – The members of this Corporation shall be composed of four classes: Active, Inactive, Sustaining, Junior. Only active members in good standing are entitled to vote at business meetings and/or to hold elective or appointed office.

Section 2 – The Board of Directors may also provide for honorary/inactive membership.

Section 3 – The active membership of this Corporation shall consist of the following (a) the subscribers listed in Article 5 of these Articles of Incorporation (b) those residents of Putnam County, Florida, over the age of 18 years who subscribe to these Articles within thirty days after formal chartering of this Corporation by the Secretary of State (c) such other persons who thereafter qualify for membership under Section 4 of this Article. Membership is open to all such individuals without regard to race, creed, color, sex, physical disability, handicapped or national origin.

Section 4 – Any individual who has attained the age of 18 years and is in good repute in the area, and who resides within the boundaries of the certain geographic area which is designated by the Board of County Commissioners of Putnam County, Florida, as the area of primary emergency response or immediate mutual aid area assigned by the Board of County Commissioners, to the Francis Volunteer Fire Department, Inc is qualified and eligible for active membership in this Corporation. Application for active membership, must be made in writing to the Corporation Secretary and presented to the Board of Directors for recommendation and then presented to the active membership for approval or rejection by a majority of a quorum of the active membership, present and voting. (a) Any member who obtains active member status must agree to comply with any and all requirements set forth by the "Rules and Regulations, SOP, and By-Laws". (b) Any exception to this section must be presented in writing to the Board of Directors for approval.

Section 5 – Any member who fails to comply with all Articles of Incorporation, By-Laws, Rules and Regulations, SOP's, shall be placed on inactive member status by order of the Chief Fire Officer and or Assistant Chief. Length of inactive status will be determined by the Board of Directors but not to exceed a period of one year. If member is not eligible for active status after period of one year, member is to be dropped from the membership roster.

Section 6 – Sustaining members shall be residents of the area or immediate mutual aid areas served by the Corporation or shall own property within such area. No sustaining member shall have a right to vote.

Section 7 – Junior members shall be those persons that meet and qualify all requirements set forth by the Board of Directors in the Rules and Regulations and By-Laws.

Section 8 – The active membership may dismiss from office and or expel any active member who has not carried out his or her obligations to the Corporation, or who neglects or refuses to comply with the provisions of these Articles of the By-Laws of the Corporation, or upon recommendation of the Board of Directors; but no member shall be dismissed from office and or expelled until he or she has been informed in writing of the charges within seven days, signed by their accuser, and given an opportunity to be heard, and to confront their accuser before a regular meeting of the active membership, not to exceed thirty days. Then only a majority vote, by secret ballot, at a regular meeting in which fifty percent of the active membership is present and voting.

Section 9 – The Board of Directors may provide for an Auxiliary.

Article 4 – Term of Existence

The Corporation shall have perpetual existence unless sooner dissolved in accordance with law.

Article 5 – Subscribers

The names and residences of the subscribers to these articles are:

Brandon Underwood – President -124 Hersey Lane, Palatka, Florida 32177

Justin Dennis- Vice President – 203 Ivy Street, Palatka, Florida 32177

Bridget Dennis – Secretary/ Treasurer – 203 Ivy Street, Palatka, Florida 32177

Shannon Tilton – Non-Executive – 203 Ivy Street, Palatka, Florida 32177

Paul Dennis – Chief – 203 Ivy Street, Palatka, Florida 32177

Article 6 – Officers

Section 1 – The affairs of the Corporation are to be managed by the following officers; President, Vice President, Secretary, Treasurer and not less than one additional Director elected from the active membership at large and by such other officers and agents as may be elected or appointed from time to time.

Section 2 – All officers shall be elected for a term two years and shall continue in office until their successors have been elected and have assumed office. All elected positions will be nominated thirty days prior to election.

Section 3 – The Board of Directors will be elected by the active members at the regular meeting to be held in the community of Francis in Putnam County, Florida, on the first Monday in the month of November of each year.

Section 4 – Chief Fire Officer will be elected by the active members at the regular meeting to be held in the community of Francis in Putnam County, Florida, on the first Monday in the month of December of each year.

Section 5 – If any office becomes vacant, the Board of Directors shall fill such vacancy for the remainder of the unexpired term.

Section 6 – The names and addresses of the officers who are to serve until the next yearly election and entry of elected offices are:

Article 7 – Board of Directors

Section 1 – The present Board of Directors shall consist of not more than seven members.

Section 2 – The names and addresses of the persons who are to serve as directors until the next election and entry of elected directors to their office are as follows:

Section 3 – Persons who are elected or appointed offices of President, Vice President, Secretary, Treasurer, and Non-executive(s) are automatically elected or appointed as Directors. Each one will have one vote, except for the President, who will only vote in the even of a tie vote.

Section 4 – The Non-Executive Directors, elected from the active membership at large shall number not less than one nor more than four members, and must have been an active member for at least six months.

Section 5 – No more than two immediate family members may be elected to the Board of Directors and serve on the Board at any one time.

Article 8 – By-Laws

The By-Laws of the Corporation shall be made, altered, amended, or rescinded by a two-thirds vote of the active members present at any meeting, providing that at least fifty percent of the active members are present and voting.

Article 9 - Amendments

Section 1 – These Articles of Incorporation shall be amended only by two-thirds vote of the active members present at any regular meeting at which any vote is taken upon amendment, providing that at least fifty percent of the active members are present and voting.

Section 2 – Proposed amendments shall be presented to the Secretary in writing at any regular meeting. The Secretary shall thereafter give written notice to each member at least thirty days before the next regular meeting at which time the proposed amendments shall be voted upon in accordance with these Articles. No amendment shall be effective until after notification of filing has been received from the Secretary of the State of Florida.

Article 10 – Principal Office

The principal office of the Corporation is in the care of each elected President and located at 7414 Crill Avenue, in Francis, Florida. Directors may from time to time reassign such other principal office as it may see fit.

Article 11 – Resident Agent

The Corporation designates Bridget Dennis with her home address as resident agent to accept service of process within the State of Florida.

Article 12 – Powers

The Corporation shall have all the powers of Corporation, not for profit, as is or may hereinafter be authorized by the State of Florida.

Article 13 – Operating Restrictions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed 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 to make payments and distributions in furtherance of the purposes set forth in Article 2 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 participate in, or intervene in, including the publishing or distribution of statements any political campaign on behalf of any candidate for public office. Said organization is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 14 – Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization of organizations under Section 501c (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) as the Board of Directors determine. Any of such assets not disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization of organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.