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TALLAHASSEE, FLORIDA

Amend
A Bs 8/1/03

Law Offices of

Gillespie and Gillespie, P. A.

W. M. Gillespie (1879-1932)
J. U. Gillespie (1916-1981)
William M. Gillespie

FLORIDA BAR BOARD CERTIFIED
REAL PROPERTY LAWYER

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New Smyrna Beach, Florida 32170-0580

July 21, 2003

Florida Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Re: Friends of the New Smyrna Beach Regional Library, Inc.

Dear Sir,

Enclosed please find the original and one copy of an Amendment to the Articles of Incorporation for the above referenced. Please file the enclosed Articles and return a certified copy to me in the enclosed return envelope, as soon as possible. This firm's check made payable to the Secretary of State in the amount of $43.75 is enclosed to cover the filing and certification fees.

Please contact us if there are questions regarding this procedure.

Sincerely,

W. M. GILLESPIE

Enclosures

AMENDMENT TO THE ARTICLES OF INCORPORATION
of
FRIENDS OF THE NEW SMYRNA BEACH REGIONAL LIBRARY INC.

FIRST

This nonprofit organization was originally incorporated July 22, 1977, under the laws of the State of Florida, as The Friends of the Brannon Memorial Library, New Smyrna Beach, Florida, Inc., State of Florida document number 739925.

Subsequently the name was changed and now is and shall be Friends of the New Smyrna Beach Regional Library Inc. It's FEI number is 592504339.

The purposes stated in the original documents of incorporation related specifically to a facility which has been replaced by a new public library facility at a different location serving the New Smyrna Beach area.

Now therefor, the Articles of Incorporation are hereby amended to change the specificity of the premises and to make other modifications as follows.

SECOND

The principal office of the corporation shall be in the public library at 1001 S. Dixie Freeway, in the City of New Smyrna Beach, Volusia County, Florida.

THIRD

The corporation is organized for and will be operated exclusively for charitable, educational and literary purposes, through programs of or for the benefit of the public library located in New Smyrna Beach, within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

These purposes will include, but shall not be limited to:

1. Generating funds for the benefit of the library, to supplement funding by governmental entities, by acting as recipient for donations, gifts and bequests by individuals or groups intended for the benefit of library programs, by conducting sales of donated books and by other such activities;

2. Encouraging wider use of the library by the community to increase literacy, to enrich cultural and educational aspects;

3. Promoting community interest, appreciation and support of the library's programs;

4. Encouraging professional development of library staff by financially supporting their participation in conferences, seminars and related studies;

5. Encouraging public participation, as unpaid volunteers, in supplementing library staff, to maximize public services within governmental budget constraints.

The organization shall not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in a political campaign for or against any candidate for public office.

<u>FOURTH</u>

All persons interested in the purposes of this organization shall be eligible for membership and will be admitted upon payment of membership dues.

<u>FIFTH</u>

The officers of this organization shall be President, Vice-President, Recording Secretary, Corresponding Secretary and Treasurer.

The Executive Board responsible for managing the affairs of this corporation shall consist of the five elected officers and the chairpersons of standing committees appointed by the President. In no event shall the Board consist of less than five members nor more than twelve persons.

The Executive Board shall meet periodically to conduct the organization's business. Officers shall serve for one year after election to office and until the qualification of successors in office.

Any action required or permitted to be taken by the Executive Board under any provision of law may be taken without a meeting, if all members of the Executive Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Executive Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Executive Board.

Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Executive Board without a meeting and that the articles of incorporation and by-laws of this corporation authorize the Executive Board to so act. Such a statement shall be prima facie evidence of such authority.

SIXTH

The By-laws of this corporation are to be made, altered or rescinded by the Executive Board of this corporation.

SEVENTH

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 THIRD hereof.

EIGHTH

The assets of this corporation shall be permanently dedicated to the exempt purposes of the organization, and in the event of dissolution of the organization, its assets shall be distributed to a replacement nonprofit organization having substantially the same purposes, or to strictly charitable, educational or literary purposes should a suitable replacement organization not then exist in the immediate area.

NINETH

Amendments to these amended articles of incorporation may be proposed by resolution adopted by the Executive Board and presented at a regular or special meeting of the members of this corporation. Amendments may be adopted by a vote of a majority of the members of the corporation present and voting.

We, the undersigned, being members of the Executive Board of this corporation, affirm that the majority of the members of this corporation who attended a meeting on July 14, 2003 voted in favor of adopting the forgoing Amendment to the articles of incorporation and therefor confirm that this Amendment is adopted.

Patricia Dowling Pres. Virginia Cesan C. Secretary

Elizabeth J. Drake V. Pres. Elizabeth M McNamara - Sec.

Jim Taylor Treas.

J.T.
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STATE OF FLORIDA)

)

COUNTY OF VOLUSIA)

I hereby certify that on this day personally appeared

Patricia Dowling, Virgina Cesan, Elizabeth J. Graham

Elizabeth McNamara, and Jim Taylor known to me to be the individuals described in and who executed the forgoing instrument and they first being duly sworn did severally acknowledge that the same is their voluntary act and deed and that they executed the same for the purpose therein set forth and to carry out the purpose and objects set forth therein.

IN WITNESS WHEREOF, I have here unto set my hand and official seal at New Smyrna Beach, Volusia County, Florida this 14 day of July, 2003.

Deb E Ogram

Notary Public

OFFICIAL NOTARY SEAL
DEBORAH E OGRAM
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC929348
MY COMMISSION EXP. MAY 10,2004

J.T.