

741137

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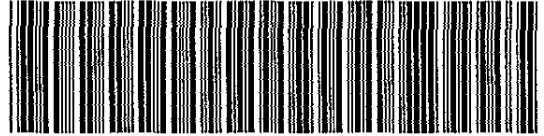
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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Manufacturers Association, Inc.

DOCUMENT NUMBER: 741137

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

Please return all correspondence concerning this matter to the following:

June Wolfe
(Name of Contact Person)

Florida Manufacturers Association, Inc.
(Firm/ Company)

1000 W. McNab Road, Ste. 309
(Address)

Pompano Beach, FL 33069
(City/ State and Zip Code)

For further information concerning this matter, please call:

June Wolfe at (954) 941-3558
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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 32399



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2006

JUNE WOLFE
1000 W. MCNAB ROAD, STE 309
POMPANO BEACH, FL 33069

SUBJECT: FLORIDA MANUFACTURERS ASSOCIATION, INC.
Ref. Number: 741137

We have received your document for FLORIDA MANUFACTURERS ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The attached form must be completed in order to file the document.

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) 245-6916.

Carol Mustain
Document Specialist

Letter Number: 506A00001808

Articles of Amendment
to
Articles of Incorporation
of

Florida Manufacturers Association, Inc.

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

741137

(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:

NEW CORPORATE NAME (if changing):

Manufacturers Association of Florida, Inc.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article II - OBJECT is being amended. See attached additional pages.

Article III - MEMBERSHIP is being amended. See attached additional pages.

Article VI - OFFICERS AND DIRECTORS is being amended. See attached additional pages.

Article VIII - BY-LAWS is being amended. See attached additional pages.

Article IX - REGISTERED OFFICE AND REGISTERED AGENT is being amended.

See attached additional pages.

(Attach additional pages if necessary)
(continued)

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TALLAHASSEE, FLORIDA

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ARTICLE II – OBJECT

~~The objects and purposes for which this corporation is to be formed are to cultivate a co-operative spirit among their members; to establish a high standard of ethics among its member; to sponsor and promote or to co-operate in the promotion of exhibitions of products manufactured in Florida; to enlighten through educational programs, public opinion and information in regard to the advantage of Florida as the sites for manufacturing; to enlighten and direct public opinion, through educational programs, in regard to the products presently manufactured or to be manufactured in Florida; to assist, encourage and co-operate in the development of existing and prospective industries and manufacturing establishments in Florida; and in connection therewith to make surveys and furnish detailed information designed to encourage the continued development of existing industry and to persuade new industries and manufacturing establishments to locate in Florida; to assemble and disseminate for and on behalf of its members statistical data and information, to conduct forums, or, by other media, to review and dissolve problems peculiar to the membership; to promote and support activities conducive to the best interests of the members; and to represent members in negotiations; and in connection with the foregoing to enter into, execute and carry out such contracts of employment, agency or affiliation as it may deem wise and expedient to accomplish its purposes; and to purchase, lease or otherwise acquire, hold, sell, lease, convey, mortgage or otherwise dispose of real and personal, estate and property to any interest therein, and to purchase, rent, own, hold, mortgage, sell, lease, or otherwise dispose of all such furniture, fixtures, supplies and other articles and appliances or apparatus as may be necessary or expedient, and generally to do all things necessary, proper or convenient in connection with its aforesaid objects and purposes which may not be contrary to law.~~

The objects and purpose for which this corporation is formed are to advocate for manufacturers in Florida on issues of mutual interest.

ARTICLE III – MEMBERSHIP

(a) Members of the corporation shall fall into two categories. One category of membership is non-dues paying and the other is dues-paying.

(b) Non-dues paying members. Any entity involved in manufacturing may be a member by submitting their contact information to the corporation for approval and inclusion in the master membership roster by the Board of Directors. Such membership shall continue in perpetuity until such member requests to be removed from the membership roster.

(c) Dues-paying members. The categories of dues paying members are as follows:

i. Local or regional manufacturing associations, each of which shall select two voting Directors to serve on the Board of Directors.

ii. Manufacturing companies, each of which shall select one voting Director to serve on the Board of Directors.

iii. Non-manufacturing companies and state or national associations or coalitions, each of which shall select one non-voting Director to serve on the Board of Directors.

~~(a) Membership shall be limited to Florida manufacturing industry associations. Each Member shall be entitled to one vote and shall be required to pay such dues as may from time to time be provided for in the By-Laws.~~

~~(b)~~ (d) Members, before admission, must be approved and elected by the Board of Directors or, if so provided in the By-Laws, by the Executive Committee.

~~(c)~~ (e) Dues-paying Mmembers may be dropped from the membership by the Board of Directors at either a regular or special meeting for being in arrears in payment of dues or assessments for ninety ~~sixty~~ days after the same shall become due, unless such delinquency shall be excused by the Board of Directors.

~~(d) A quorum for the transaction of business at any regular or special meeting of the members shall consist of the members present at such meeting and a majority vote of a quorum present of voting members shall be required on any item of business.~~

ARTICLE VI - OFFICERS AND DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors consisting of the Directors selected by each dues-paying member as set forth in Article III. ~~one person designated by each Member of the corporation and shall further include the immediate past president of the corporation for the next one-year period following the end of his term as president.~~

Each Director shall become a director of the corporation as of the date the corporation is advised of his/her designation by the applicable dues-paying Mmember.

The Board of Directors shall meet annually on the date of the annual meeting of the members. At each annual meeting, the Board of voting Directors shall select one manufacturer among them to serve as President; one or more

manufacturers to serve as Vice President; one manufacturer, as Secretary; one manufacturer, as Treasurer; and one or more manufacturers to such other offices as the Board shall determine. Officers shall serve until the next annual meeting of the Board of Directors.

A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall consist of the voting Directors present at such meeting and a majority vote of a quorum present of voting Directors shall be required on any item of business.

ARTICLE VIII – BY-LAWS

The By-Laws of this corporation shall be made and adopted by the Board of Directors and may be amended, altered or rescinded by a majority vote of the voting members Directors of the Board of Directors at any regular or special meeting.

ARTICLE IX – REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Registered Office of this corporation is 100 N. Tampa Street, Suite 3600, Tampa, Florida 33602, Suite 316, 1001 Northwest 62nd Street, Fort Lauderdale, Florida 33309. The Registered Agent of the corporation at that address is Grant D. Petersen ~~C.J. Chadwick~~.

The date of adoption of the amendment(s) was: October 27, 2005

Effective date if applicable: January 1, 2006
(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 was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 27th day of October, 2005

Signature

Jane Wolfe
(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.)

Jane Wolfe

(Typed or printed name of person signing)

President

(Title of person signing)

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PALM BEACH, FLORIDA

FILING FEE: \$35