

741785

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

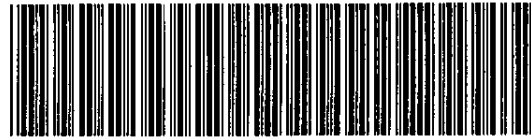
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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*Restated
Articles*

11/17/11--01015--010 **43.75

FILED
2011 NOV 29 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR

**00789, 00611, 00524*

006071

11/29/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Saint Petersburg Preservation, Inc.

DOCUMENT NUMBER: 741785

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

Please return all correspondence concerning this matter to the following:

Peter Belmont

(Name of Contact Person)

St. Petersburg Preservation

(Firm/ Company)

102 Fareham Place North

(Address)

St. Petersburg, FL 33701

(City/ State and Zip Code)

info@stpetersburgpreservation.org

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

For further information concerning this matter, please call:

Peter Belmont

(Name of Contact Person)

at (727) 463 4612

(Area Code & Daytime Telephone Number)

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

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 18, 2011

Peter Belmont
St. Petersburg Preservation
102 Fareham Place North
St. Petersburg, FL 33701

SUBJECT: SAINT PETERSBURG PRESERVATION, INC.
Ref. Number: 741785

We have received your document for SAINT PETERSBURG PRESERVATION, 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 registered agent must sign accepting the designation.

Please change the title on the amendment form to Restated Articles so the entire document will be consistent.

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) 245-6907.

Annette Ramsey
Regulatory Specialist II

Letter Number: 311A00026229



P.O Box 838
St. Petersburg, FL 33731

727/824-7802
www.stpetepreservation.org

November 28, 2011

Florida Department of State
Division of Corporations
Amendment Section
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301
Att'n: Annette Ramsey

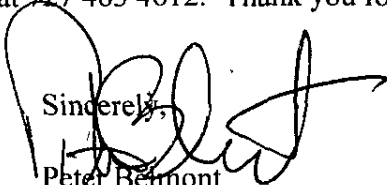
RE: Amendments to Articles for Saint Petersburg Preservation, Inc, Ref. # 741785

Ms. Ramsey:

I am resubmitting for filing the Restated Articles of Incorporation for Saint Petersburg Preservation with the amendment form. We have previously submitted the cover letter and filing fee. I have made the correction on page 3 of the amendment form (for consistency purposes) noted in your letter dated November 18. In accord with our telephone conversation today, I have also added to the form that the registered agent currently on file, Peter Belmont, is not being changed. The restated articles reflect the name of John Warren as the initial registered agent. Mr. Warren was the initial agent but he is not the present registered agent. The articles of incorporation, however, have not been amended to delete the name of the initial registered agent as Mr. Warren was in fact the initial agent and subsequently the necessary paperwork was filed to change the registered agent. Similarly, the Restated Articles have not been amended to change the initial officers and directors and the proper paperwork has been filed reflecting the present officers and directors.

If there are any other questions, I can be reached at 727 463 4612. Thank you for your assistance.

Sincerely,


Peter Belmont
President

RECEIVED

11 NOV 29 AM 9:02

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Restated
Articles of Incorporation
Of

Saint Petersburg Preservation, Inc.

FILED

2011 NOV 29 PM 12:59

We, the undersigned subscribers, hereby associate ourselves together to form and establish a corporation, not for profit, under the applicable law of the State of Florida. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation shall be Saint Petersburg Preservation, Inc., and its principal place of business shall be 7201 Fourth Avenue North, Saint Petersburg, Florida, 33701.

ARTICLE II
TERM

The term for which the corporation shall exist shall be perpetual unless sooner dissolved according to law.

ARTICLE III
PURPOSES

The purposes for which this corporation is organized are as follows:
To seek preservation, rehabilitation, restoration, maintenance and acquisition of important natural, scenic, historic and architectural sites and structures.

To define areas as historic districts – defined as areas containing important structures, sites, or other incidences – necessitating the preservation of the areas essential characteristics, as defined in area surveys, for the benefit of St. Petersburg and surrounding areas and its citizens.

To promote and finance studies of architectural, historic, scenic sites and structures and other significant studies in St. Petersburg and to promulgate the findings and results of such studies.

To furnish educational information to citizens of St. Petersburg about their heritage.

To enter into contracts and to carry out such programs and activities as will accomplish the foregoing purposes and to do all legal things in pursuit of these objectives.

To accept grants to accomplish the purposes of the corporation.

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest and may hold and dispose of such property as the corporation shall require to carry on its purposes.

Said corporation is organized exclusively for charitable, educational and scientific purposes. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation may be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be directed toward or promoting of any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of this 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 purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by distribution to the Federal Government or to a state or local government for a public purpose.

To coordinate with other groups, public or private, involved in preservation of heritage wherever located.

ARTICLE IV POWERS

In order to accomplish the aforesaid purpose of this corporation, the corporation shall be authorized and is by these articles of incorporation authorized to acquire, own, lease and hold such real and personal property and improvements thereon as may be necessary or convenient for the accomplishment of the corporate purpose as set forth in these articles of incorporation and to improve, develop, use and occupy same; to sell, convey, exchange, lease, mortgage, rent or otherwise dispose of same at will. This corporation is further authorized to do any and all other lawful acts which are necessary, convenient, expedient or conducive to the proper and successful accomplishment of the purpose

hereinabove set out, and in general shall possess all rights, privileges, and immunities, and enjoy all the benefits granted to the corporations of similar character under the laws of the State of Florida.

ARTICLE V

MEMBERSHIP

The members of this corporation shall be all of the original subscribers hereto the original officers, the original directors and such other persons interested in the purposes of the corporation, as are elected to membership by the Board of Directors, upon the payment of such fees as are determined by the Board of Directors or the By-Laws.

ARTICLE VI

SUBSCRIBERS

The names and addresses of the subscribers to this corporation are as follows:

Mary Bennett --- 751 20th Avenue South, St. Pete., FL 33733
Elva Rouse --- 560 12th Avenue NE, Apt. 13, St. Pete. FL 33701
Martha Golub --- 4711 21st Ave. No. St. Pete., FL 33713
Aileen Freeman --- 1400 Cherry St. N.E., St. Pete., FL 33701
Martha J. Spence --- 445 11th Avenue NE, St. Pete., FL 33701
Mildred Pierson --- 446 11th Avenue NE, St. Pete., FL 33701

ARTICLE VII

OFFICERS

The officers of this corporation shall consist of a President, Vice-President, Secretary and Treasurer and such other officers as may be found necessary and authorized by the by-laws.

The officers of the corporation shall be nominated and elected by the Board of Directors provided in the by-laws, and shall hold office for one year or until their successors are elected and qualified.

The officers who are to serve until their successors are elected and qualified are:

President: John Warren- 7201 4th Ave. N, St. Pete., FL 33710

Vice-President: Paul Finley- 125 9th Ave. NE, St. Pete., FL

Secretary: Jill Neet- 653 Hillside Dr. So. St. Pete., FL

Treasurer: Debbie Betz- PO Box 11601, St. Pete., FL

ARTICLE VIII

BOARD OF DIRECTORS

The government and management of this corporation shall be vested in a Board of Directors consisting of not less than five (5) nor more than Twenty-five (25) members who shall be appointed, elected and selected as follows:

The President, the Vice-President, the Secretary, and the Treasurer shall be members of the Board of Directors during their respective terms of office. The directors shall be elected annually by the ~~membership~~ Board of Directors. The nomination and election of these directors shall be in the same manner as that of the officers of the corporation. At the first annual meeting of the corporation members of the Board of Directors shall be elected from the membership to serve one (1) year. At annual meetings there-after members of the Board of Directors shall be elected to serve a term of one (1) year.

Should a vacancy occur among the directors, the remaining directors may elect a director to serve for the unexpired term.

A majority of the Board of Directors shall constitute a Quorum at any meeting and a majority of those present and acting at any meeting may take any action the directors are authorized to take.

All nominations and elections shall be conducted as provided in the by-laws of this corporation. The officers and directors of said corporation shall serve without salary or financial remuneration of any kind.

The date of the annual meeting of the corporation shall be held during the month of April of determined by the Board of Directors each year.

The directors, in addition to the above named officers, who are to manage the affairs of the corporation until their successors are elected are:

Joan Deming- 1839 Pine Cone Circle, Clearwater, FL

Cathy Durham- 450 4th Ave. No., St. Pete., FL

Betty Finley- 125 9th Ave. NE, St. Pete., FL

John Schuh- 2865 51st St. So., Gulfport, FL

Virginia Turner- 1201 Seville Lane NE, St. Pete. FL

ARTICLE IX BY-LAWS

The original by-laws of the corporation shall be those framed for the corporation prior to its incorporation, and approved prior to the incorporation by all present members. The by-laws may be altered, amended or rescinded upon a majority two-thirds vote of the Board of Directors of the corporation present, ~~ratified by a majority of all members present~~ and voting at any regular or duly called special meeting.

ARTICLE X AMENDMENT OF CHARTER

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by a ~~majority~~ two-thirds vote of the Board of Directors, ~~proposed by them to the membership, and approved by a two-thirds vote of all members present and voting at any regular or called meeting.~~

ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7201 4th Avenue North, St. Petersburg, Florida, and the name of the initial registered agent of this corporation at that address is John B. Warren.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have here unto set our hands and seals this 30 day of December, 1977, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

SUBSCRIBERS:

[the following names are the signatures of the subscribers]

Mary V. Bennett
Mrs. Elva M. Rouse
Mrs. Martha Golub
Aileen Freeman
Martha J. Spence DDS
Mildred A. Peirson

Restated
Articles
to
Articles of Incorporation
of

Saint Petersburg Preservation, Inc.

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

741785

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617, 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: not changing, remains Peter Belmont

(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

If AMENDING the Officers and/or Directors, please list all officers/directors of the corporation as you now want the record to be. Please indicate the title(s), name and address for each officer/director.

(Our database can index up to 6 officers/directors. If you have more than 6 officers/directors, please list them on an additional sheet.)

<u>Title(s)</u>	<u>Name</u>	<u>Address</u>
1)_____	_____	_____ _____ _____
2)_____	_____	_____ _____ _____
3)_____	_____	_____ _____ _____
4)_____	_____	_____ _____ _____
5)_____	_____	_____ _____ _____
6)_____	_____	_____ _____ _____

If REMOVING an officer and/or director, please list the title(s) and name of the officer/director to be removed:

<u>Title(s)</u>	<u>Name</u>	<u>Title(s)</u>	<u>Name</u>
1)_____	_____	4)_____	_____
2)_____	_____	5)_____	_____
3)_____	_____	6)_____	_____

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

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

Restated Articles are attached

The date of each amendment(s) adoption: The Restated Articles (attached) were adopted on January 28, 2009

Effective date if applicable: upon adoption

(no more than 90 days after amendment file date)

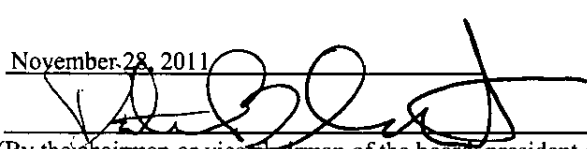
Adoption of Amendment(s)

(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 November 28, 2011

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)

Peter Belmont

(Typed or printed name of person signing)

President

(Title of person signing)