

742026

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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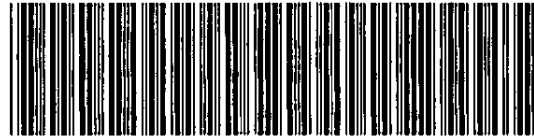
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: St. Petersburg Aquatics, Inc.

DOCUMENT NUMBER: 742026

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

Please return all correspondence concerning this matter to the following:

TOVA L. WILLIAMS, President
(Name of Contact Person)

St. Petersburg Aquatics, Inc.
(Firm/ Company)

901 NORTH SHORE DRIVE NE
(Address)

ST. PETERSBURG FL 33701
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Patty Nardozi at (727) 452-3893
(Name of Contact Person) (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 &
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 32301

St. Petersburg Aquatics, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

Page 1 of 4

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	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached.

The date of each amendment(s) adoption: September 30, 2016, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 10/7/16

Signature [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)

TORA Williams
(Typed or printed name of person signing)

President
(Title of person signing)

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ST. PETERSBURG AQUATICS, INC.**

**Florida Nonprofit Corporation
Document Number: 742026**

Date Adopted by Members: September 30, 2016

Pursuant to the provisions of Florida Statutes Section 617.1006 of the Florida Not For Profit Corporation Act (the "Act"), this Florida nonprofit corporation does hereby amend its Articles of Incorporation, as previously amended, does hereby delete all of their provisions as they now read, except for Article XII (Subscribers) that sets forth the names of the original subscribers, and does hereby adopt the following provisions in their place:

1. **Name.** The name of the Corporation is **ST. PETERSBURG AQUATICS, INC.**
2. **Principal Place of Business and Mailing Address.** The street address of the present principal office and mailing address of the Corporation is 901 North Shore Drive NE, Saint Petersburg, Florida 33701.
3. **Registered Office and Registered Agent.** The street address of the present Registered Office of the Corporation is 901 North Shore Drive NE, Saint Petersburg, Florida 33701, and the name of its present Registered Agent at that address is PATTY NARDOZZI.
4. **Not For Profit.** The Corporation is a not for profit corporation under the Act. The Corporation is not formed for pecuniary profit. No dividends or pecuniary profits shall be declared to the Members. No part of the income, net earnings, or assets of the Corporation will inure to the benefit of or be distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under these Articles, under law, and under Section 501(c)(3) of the United States Internal Revenue Code as amended from time to time or the corresponding provision of any future federal tax code (the "Code"). No Member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation.
5. **Duration.** The duration (term) of the Corporation is perpetual.
6. **Purposes.** This Corporation is organized exclusively for, and will be operated exclusively for, charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The specific purposes of the Corporation include the following:
 - a. To educate the public regarding amateur competitive swimming;
 - b. To sponsor, organize, administer, enhance, and operate amateur competitive swim meets that benefit the public through public exhibition and other activities;
 - c. To provide active support to the amateur competitive swimming team functioning in conjunction with the Parks and Recreation Department of the City of St. Petersburg, Florida, and United States Swimming, to encourage participation on the team, and to promote public interest and support in the team;

- d. To promote the development of amateur competitive swimming in general; and
 - e. To engage in other charitable, educational and scientific activities that support the foregoing purposes and are not otherwise prohibited by these Articles or applicable law.
7. **Powers.** Solely for the foregoing purposes, the Corporation shall have all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including but not limited to those set forth in the Act, and the following powers:
- a. To acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value;
 - b. To hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of property and the income, principal and proceeds of property;
 - c. To engage in and transact any other lawful activity, solely in furtherance of the foregoing purposes, for which nonprofit corporations may be incorporated under the Act.
 - d. To do such other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.
8. **Limitation.** No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its Directors, Officers, Members, 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 these Articles. 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 or in opposition to 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 Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.
9. **Tax Exempt Status.** It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code and which is other than a private foundation as defined in Section 509 of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.
10. **Dissolution.** Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
11. **Members.** The Corporation shall have Members. Members shall be admitted by the Board of Directors. The manner of admission of Members shall be as provided in the Bylaws. Only one membership vote shall be granted to a single household, firm or

organization. Membership dues shall be as provided in the Bylaws. Membership shall be open to those in sympathy with the purposes of the Corporation and who meet any of the following qualifications:

- a. Parent or guardian of a participating member of the amateur competitive swimming team functioning in conjunction with the Parks and Recreation Department of the City of St. Petersburg, Florida, and United States Swimming;
- b. Any participating member of the United States Masters Swimming; or
- c. Any other person, firm or organization accepted for membership by the Board of Directors.

12. **Board of Directors.** The management of the Corporation shall be vested in a Board of Directors of not less than seven (7) nor more than twenty-five (25) persons. Each Director shall be elected by majority vote of the Members in the manner and at the times set forth in the Bylaws. A Director may be removed from office in accordance with the Act. The names and addresses of the present Directors are as follows:

- a. VINCENT BROCKMAN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- b. JILL EMERSON, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- c. TWILA DAVIS, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- d. JOSEPH E. FINKE, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- e. TRACY GRANT, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- f. ALLISON KAZEROUNIAN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- g. PAUL KURTZ, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- h. FRED LEWIS, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- i. MYRON MARLIN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- j. KEVIN MOOREN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- k. PATTY NARDOZZI, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- l. TORA WILLIAMS, 901 North Shore Drive NE, Saint Petersburg, Florida 33701

13. **Officers.** The Officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other Officers and Assistant Officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each Officer shall be elected by majority vote of the Board of Directors in the manner and at the times set forth in the Bylaws or by law. An Officer may be removed from office in accordance with the Act. The names, titles and addresses of the present Officers are as follows:

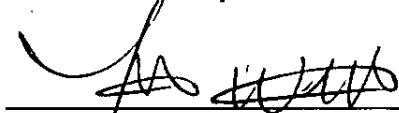
- a. President: TORA WILLIAMS, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- b. Vice President: MYRON MARLIN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- c. Secretary: JILL EMERSON, 901 North Shore Drive NE, Saint Petersburg, Florida 33701
- d. Treasurer: KEVIN MOOREN, 901 North Shore Drive NE, Saint Petersburg, Florida 33701

14. **Bylaws.** The Bylaws of the Corporation shall be made and adopted by the Members, and may be altered, amended or rescinded by the Members in the manner set forth in the Bylaws.

15. **Amendment of Articles.** These Articles of Incorporation may be amended by the Members at any meeting of the Members by a favorable vote of at least two-thirds (2/3) of the Members present; provided however, that notice of the proposed amendment shall be given at least fifteen (15) days before the meeting. Articles of amendment shall be filed with the Florida Department of State in accordance with the Act.
16. **Indemnification.** The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Section 617.0831, as amended.
17. **Civil Liability Immunity.** It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Section 617.0834, as amended, and other similar laws.

The following statement is made pursuant to Florida Statutes Section 617.1006: The date of adoption of these Articles of Amendment by the Members entitled to vote on them was September 30, 2016, and the number of votes cast for the amendment was sufficient for approval.

In witness whereof, the undersigned Officer has signed these Articles of Amendment to Articles of Incorporation on the 7 day of oct, 2016.



TORA WILLIAMS, as President

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Florida Statutes Section 617.0501, ST. PETERSBURG AQUATICS, INC., a Florida nonprofit corporation, submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. The name of the corporation is: ST. PETERSBURG AQUATICS, INC.
2. The name and address of the registered agent and registered office are: PATTY NARDOZZI, 901 North Shore Drive NE, Saint Petersburg, Florida 33701.

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


PATTY NARDOZZI

Date: 10/7, 2016