

755489

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

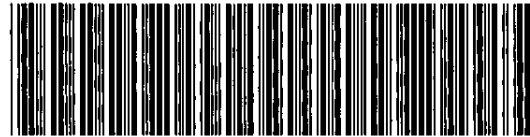
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000238425860

08/13/12--01027--009 **43.75

12 AUG 13 PM 2:22
SECRETARY OF COMMERCE
DIVISION OF CORPORATIONS

Amend/cus
(10) 8/16/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tallahassee Little Theatre, Inc.

DOCUMENT NUMBER: 755489

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

Please return all correspondence concerning this matter to the following:

Theresa Davis

(Name of Contact Person)

Tallahassee Little Theatre

(Firm/ Company)

1861 Thomasville Road

(Address)

Tallahassee, FL 32303

(City/ State and Zip Code)

theresa.davis@tallahasseeLittleTheatre.org

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

For further information concerning this matter, please call:

Theresa Davis at (850) 224-4597

(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 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 32301

Articles of Amendment
to
Articles of Incorporation
of

SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 AUG 13 PM 2:22

Tallahassee Little Theatre, Inc.

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

755489

(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

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u> </u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
2) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
3) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
4) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
5) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
6) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____

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

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

The Articles of Incorporation are amended by replacing the word(s) Board of Governor(s) with Board of Trustee(s)

Article XIII is rescinded and the following substituted therefore:

An amendment to these Articles of Incorporation may be made when proposed by a Trustee and if approved at any regular meeting by two-thirds (2/3) vote of all the Trustees; provided that no less than fifteen (15) days notice setting forth the proposed amendment shall have been given in writing and transmitted in person, by mail or via electronic mail to all the Trustees of the Corporation. An amendment to the By-Laws may be made when proposed by a Trustee in the manner prescribed for notice above, and if approved by a majority of Trustees present at any regular or special meeting.

Article XIV

Other Provisions

1. The Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status as a Corporation, which is exempt from Federal Income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code.

2. No part of the earnings of the Corporation shall inure to the benefit of, or be distributed to its Trustees, officers, employees, or any other person or corporation. However, compensation may be paid for any products sold or services rendered to, and reimbursement may be made for any expenses incurred on behalf of the Corporation by any person or corporation, pursuant to and upon authorization of the Board of Trustees.

3. The Corporation shall not operate for the primary purpose of carrying on a trade or business for profit, or engage in any prohibited transactions as described in Section 503 of the Internal Revenue Code.

4. INDEMNIFICATION to the fullest extent permitted by law, as approved by the Board of Trustees, this Corporation shall indemnify its Trustees, officers, employees and other persons against all expenses, judgements, fines, settlements, and other amounts actually and reasonably incurred by them as a result of carrying out any legal duties or obligations required by the Corporation in the performance of their duties.

Article XV

In the event of the dissolution of the Corporation, all of its assets and property of every nature and description whatsoever remaining after the payment of all liabilities and obligations of the Corporation, but not including assets held by the Corporation under condition requiring return, transfer or conveyance which occurs by reason of the dissolution of the Corporation, shall be disbursed to another entity selected by the Corporation's Board of Trustees which is exempt from taxation as a charitable or educational organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any successor United States Internal Revenue Law) having substantially similar purposes, and no portion of said assets and property shall inure to the benefit of any Trustee of the Corporation or any enterprise organized for profit.

The date of each amendment(s) adoption: March 18, 2012

Effective date if applicable: _____
(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

6/13/12

Signature

9/12

(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)

Kevin Doar

(Typed or printed name of person signing)

President

(Title of person signing)