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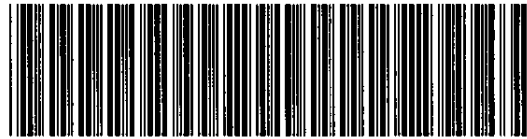
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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Niceville - Valparaiso Regional Sewer Board, Inc.

DOCUMENT NUMBER: 756360

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

Please return all correspondence concerning this matter to the following:

Wanda Cruttenden (wcruttenden@niceville.org)

(Name of Contact Person)

City of Niceville

(Firm/ Company)

208 N. Partin Dr.

(Address)

Niceville, FL 32578

(City/ State and Zip Code)

arlenenvoc1@embarqmail.com

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

For further information concerning this matter, please call:

Wanda Cruttenden at 850 729-4005

(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

Niceville, Valparaiso, Okaloosa County Regional Sewer Board, Inc.

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

756360

(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:

Niceville - Valparaiso Regional Sewer Board, Inc.

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

N/A

N/A

(Florida street address)

New Registered Office Address:

N/A

(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:

<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 checked="" type="checkbox"/> Remove	<u>P</u>	<u>Littrell, Jeff</u>	<u>1804 Lewis Turner Blvd.</u> <u>#300</u> <u>Fort Walton Beach, FL 32547</u>
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>Roberts, William J III</u>	<u>1804 Lewis Turner Blvd.</u> <u>#100</u> <u>Fort Walton Beach, FL 32547</u>
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>Strong, Patrick H.</u>	<u>5928 Buck Ward Road</u> <u>Baker, FL 32531</u>
4) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Rominger, Heath</u>	<u>P.O. Box 633</u> <u>Niceville, FL 32588</u>
5) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>TS</u>	<u>Corbin, Lannie L.</u>	<u>208 N. Partin Dr.</u> <u>Niceville, FL 32578</u>
6) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Arnold, John B.</u>	<u>104 Jasmine Place</u> <u>Valparaiso, FL 32580</u>

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

Article I: Name - CHANGE: NICEVILLE - VALPARAISO REGIONAL SEWER BOARD, INC.

**Article II: Enabling Law - CHANGE: N/A**

Article III: Purposes - The purpose for which this corporation is organized is the management operation and maintenance of the regional wastewater treatment plant, effluent transmission system and spray irrigation effluent disposal system, jointly owned by the City of Niceville, Florida, City of Valparaiso, Florida and Okaloosa County, Florida.

**CHANGE: DELETE OKALOOSA COUNTY, FLORIDA**

**Article IV: Term - CHANGE: N/A**

**Article V: Incorporators - CHANGE: N/A**

Article VI: Membership - The members of this corporation shall consist of three governmental entities: the City of Valparaiso, Florida; the City of Niceville, Florida; and Okaloosa County, Florida. The conditions of membership are joint ownership of the regional wastewater treatment plant, effluent transmission system and spray irrigation effluent disposal system.

**CHANGE: TWO GOVERNMENTAL ENTITIES; DELETE OKALOOSA COUNTY, FLORIDA**

Article VII: Management of Corporate Affairs - Board of Directors. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of not less than three nor more than six directors. The membership of the Board of Directors shall consist of two representatives from each of the three members. Each member shall initially appoint one board member for a one year term and one board member for a two year term. Thereafter, appointment shall be for a two year term.

**CHANGE: BOARD OF FOUR DIRECTORS; MEMBERSHIP SHALL CONSIST OF TWO REPRESENTATIVES FROM EACH OF THE TWO MEMBERS; ONE FROM EACH MEMBER SHALL BE A CHARTER MEMBER; INITIAL APPOINTMENT TWO BOARD MEMBERS FOR A TWO YEAR TERM.**

E. Continued:

Article VIII: Location of Registered Office – CHANGE: N/A

Article IX: By-Laws – CHANGE: N/A

Article X: Amendments of Articles – CHANGE: N/A

Article XI: Dissolution – CHANGE: N/A

Article XII: Removal of Charter Member – The City of Niceville acquired 100% of the Okaloosa County assets and interest in the Niceville, Valparaiso, Okaloosa County Sewer Treatment Facility per the Agreement dated April, 2012 which in turn necessitated an amendment to the Articles of Incorporation. Pursuant to the Agreement dated April, 2012, Okaloosa County shall be removed as a charter member and any of their current waste water stream so designated will be treated at the renamed Niceville – Valparaiso Regional Sewer Treatment Facility as a City of Niceville customer for some undetermined time period.

CHANGE: NEW ARTICLE

**AMENDMENT TO ARTICLES OF INCORPORATION OF  
NICEVILLE- VALPARAISO-OKALOOSA COUNTY REGIONAL SEWER BOARD,  
INC.  
A FLORIDA CORPORATION NOT FOR PROFIT**

**ARTICLE I**

**NAME**

The name of this corporation is hereby changed to Niceville - Valparaiso Regional Sewer Board, Inc.

**ARTICLE II**

**ENABLING LAW**

This corporation is organized pursuant to the corporation not for profit law of the State of Florida, set forth in Part I of Chapter 17 of the Florida Statutes.

**ARTICLE III**

**PURPOSES**

The purpose for which this corporation is organized is the management, operation and maintenance of the regional wastewater treatment plant, effluent transmission system and spray irrigation effluent disposal system, jointly owned by the City of Niceville, Florida and the City of Valparaiso, Florida.

**ARTICLE IV**

**TERM**

This corporation shall have a perpetual existence.

**ARTICLE V**

**INCORPORATORS**

The name and addresses of the subscribers to these articles of incorporation are as follows:

Niceville, Florida, by and through its City Council, Randall Wise, Mayor Niceville City Hall,  
Niceville, FL 32578

The City of Valparaiso, by and through its City Commission, John B. Arnold, Jr. , Mayor  
Valparaiso City Hall, Valparaiso, FL 32580

Okaloosa County, Florida by and through its Board of County Commissioners, Shirley Ransom,  
Chairman, Okaloosa County Courthouse, Crestview, Florida 32536

## ARTICLE VI

### MEMBERSHIP

The members of this corporation shall consist of two governmental entities: the City of Valparaiso, Florida and the City of Niceville, Florida. The conditions of membership are joint ownership of the regional wastewater treatment plant, effluent transmission system and spray irrigation effluent disposal system.

## ARTICLE VII

### MANAGEMENT OF CORPORATE AFFAIRS

Board of Directors. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board of four (4) directors. The membership of the Board of Directors shall consist of two (2) representatives from each of the two members. One from each member shall be a charter member. Each member shall initially appoint two (2) board members for a two year term.

Officers. The officers of this corporation shall be a president, vice president, and a secretary/treasurer, each of who shall be selected by the Board of Directors. In addition, the corporation may have such other officers and assistant officers as may be deemed necessary by the Board of Directors.

## ARTICLE VIII

### LOCATION OF REGISTERED OFFICE

The address of this corporation and the initial registered office in the State of Florida is:

507 Highway 85 North  
Niceville, FL 32578

## ARTICLE IX

### BY-LAWS

Subject to the limitations contained in the by-laws, and any limitations set forth in the corporation not for profit law of Florida, concerning corporate action that must be authorized or



approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, by a resolution proposed by the board of directors and approved by both members of this corporation.

#### ARTICLE X

#### AMENDMENTS OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors. Amendments may be adopted only after approval of the members of this corporation.

#### ARTICLE XI

#### DISSOLUTION

This corporation may be dissolved and its affairs wound up in the manner provided by law. In the event of dissolution all debts and liabilities shall be paid and the property of the corporation distributed to its membership in accordance with their respective ownership in the regional sewer system pursuant to the agreements February 28, 1974 and as supplemented thereafter from time to time pursuant to the mutual agreement of the parties.

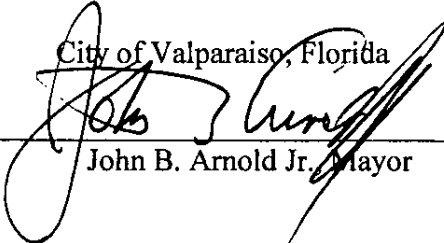
We, the undersigned, being the incorporators and subscribers of this corporation, execute, acknowledge, and file the foregoing Articles of Incorporation under the laws of the State of Florida this 16<sup>th</sup> day of August, 2012.

#### ARTICLE XII

#### REMOVAL OF CHARTER MEMBER

The City of Niceville acquired 100% of the Okaloosa County assets and interest in the Niceville, Valparaiso, Okaloosa County Sewer Treatment Facility per the Agreement dated April, 2012 which in turn necessitated an amendment to the Articles of Incorporation. Pursuant to the Agreement dated April, 2012, Okaloosa County shall be removed as a charter member and any of their current waste water stream so designated will be treated at the renamed Niceville Valparaiso Regional Sewer Treatment Facility as a City of Niceville customer for some undetermined time period.

City of Valparaiso, Florida

  
\_\_\_\_\_  
John B. Arnold Jr., Mayor

ATTEST:

  
\_\_\_\_\_  
Jimmy Johnson  
City Clerk

City of Niceville, Florida  
Randall Wise

Randall Wise, Mayor

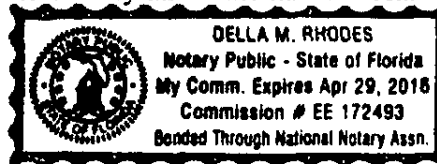
ATTEST:

Daniel J. Doucet  
City Clerk

STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY on this date before me, an officer duly authorized in the State and County aforesaid, to take oaths, personally appeared John B. Arnold, Jr., Mayor and Tammy Johnson, City Clerk of the City of Valparaiso, Florida to me known to be the persons described in an who executed the foregoing instrument and they acknowledge before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of August, 2012.



STATE OF FLORIDA  
COUNTY OF OKALOOSA

I HEREBY CERTIFY on this date before me, an officer duly authorized in the State and County aforesaid, to take oaths, personally appeared Randall Wise, Mayor and Daniel J. Doucet, City Clerk of the City of Niceville, Florida to me known to be the persons described in an who executed the foregoing instrument and they acknowledge before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 15 day of Aug., 2012. Danielle Holley



The date of each amendment(s) adoption: June 8, 2012

Effective date if applicable: N/A

*(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

June 16 2012

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)

Patrick H. Strong

(Typed or printed name of person signing)

President

(Title of person signing)