

761231

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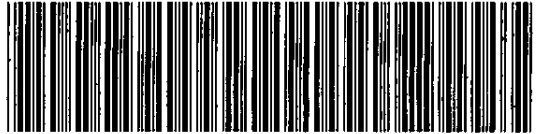
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amex

10.22.09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Chi Delta Association, Inc.

DOCUMENT NUMBER: 761231

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

Please return all correspondence concerning this matter to the following:

Richard S. Vermut
(Name of Contact Person)

Rogers Towers, P.A.
(Firm/ Company)

1301 Riverplace Blvd., Suite 1500
(Address)

Jacksonville, Florida 32207
(City/ State and Zip Code)

rvermut@rtlaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard S. Vermut at (904) 346-5573
(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:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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

Chi Delta Association, Inc.

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

761231

(Document Number of Corporation (if known))

FILED
2009 OCT 21 AM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (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

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

ARTICLE XII (DISSOLUTION) of the Articles of Incorporation of Chi Delta

Association, Inc. is deleted in its entirety and replaced by the new ARTICLE XII
attached hereto.

[illegible]

The date of each amendment(s) adoption: October 25, 2008

(date of adoption is required)

Effective date if applicable: October 25, 2008

(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 October 19, 2009

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)

Richard S. Vermut

(Typed or printed name of person signing)

Chairman of the Board of Directors and President

(Title of person signing)

ARTICLE XII - DISSOLUTION

Section 1. This Corporation shall be dissolved and its affairs wound up by a majority vote of the Corporation's board of directors. The Corporation's members are not entitled to vote on a resolution to dissolve the Corporation. In the event of dissolution, all personal and real property of the Corporation shall be distributed in accordance with Section 3 of this Article XII.

Section 2. In the event that the charter of the Florida Chapter of the Delta Chi Fraternity is suspended or revoked for any reason, all of the property, all real and personal, belonging to said chapter and to this Corporation shall be operated, managed, sold, transferred and otherwise disposed of by the Corporation's board of directors in accordance with this Section 2 of this Article XII. To the fullest extent permitted by law, the Corporation's board of directors, in its sole discretion, may continue to own, manage and operate such property for any lawful purposes including, without limitation, storing personal property and closing any real property for an indefinite period of time, or leasing, selling or otherwise transferring any real or personal property, in whole or in part. Any sale, transfer or conveyance of real property or of all or substantially all of the Corporation's personal property shall be made in accordance with Section 3 of this Article XII.

Section 3. Upon the sale or transfer of any of the Corporation's real property or all or substantially all of the Corporation's personal property, the Corporation shall, if sufficient funds are available following such sale or transfer, first pay any outstanding liabilities of the Corporation which remain unpaid at the time the property is sold or transferred. The Corporation's board of directors, in its sole discretion, may pay or refuse to pay any outstanding liabilities of the Florida Chapter of the Delta Chi Fraternity, but only after satisfying the outstanding liabilities of the Corporation. To the fullest extent permitted by law, any amounts remaining following the sale of all property and payment of the Corporation's liabilities will, in the sole discretion of the Corporation's board of directors, either be retained by the Corporation or distributed. Any such distributions will be made to the Delta Chi International Fraternity or to any other not-for-profit entities affiliated with the Delta Chi International Fraternity or any of its foundations including, without limitation, chapters, colonies, alumni boards of trustees, housing corporations, alumni groups and the Delta Chi Educational Foundation. All such distributions will be made in the sole discretion of the Corporation's board of directors and may be made to two or more qualifying recipients.