

764802

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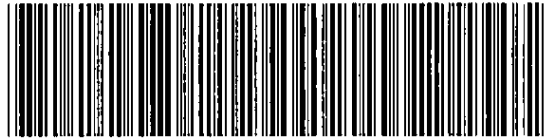
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COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SOUTHEAST VOLUSIA HISTORICAL SOCIETY, INC.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$43.75	<input type="checkbox"/> \$52.50
Filing Fee	Filing Fee,
& Certified Copy	Certified Copy
	& Certificate of
	Status

ADDITIONAL COPY REQUIRED

FROM: THOMAS D. WRIGHT, WRIGHT & CASEY, P.A.
Name (Printed or typed)

340 NORTH CAUSEWAY

Address

NEW SMYRNA BEACH, FL 32169

City, State & Zip

386-428-3311

Daytime Telephone number

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

NOTE: Please provide the original and one copy of the document.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SOUTHEAST VOLUSIA HISTORICAL SOCIETY, INC.,

A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, as President of Southeast Volusia Historical Society, Inc., a not-for-profit corporation as set forth in Chapter 617, Florida Statutes, submits the following amended and restated Articles of Incorporation for said corporation:

I. NAME

The name of the not-for-profit corporation is: SOUTHEAST VOLUSIA HISTORICAL SOCIETY, INC.
The certificate of incorporation is No. 764802.

II. TERM

The not-for-profit corporation shall have perpetual duration.

III. GENERAL PURPOSES

The general purposes for which this not-for-profit corporation is organized are as follows:

A. To do all things necessary to advance the study of the historical aspects of the Southeast Volusia County area; and

B. To engage in any and all activities permitted under the laws of the United States of America and the State of Florida for not-for-profit corporations.

IV. POWERS

A. To promote a formal means by which individuals interested in historical studies of the Southeast Volusia County area may congregate for their mutual benefit, including but not limited to the maintenance of a historical museum;

B. To promote the continued study of the culture of the Southeast Volusia County area from ancient times to the present;

C. To bring to the attention of the general public and appropriate governmental agencies the importance of preserving historical sites within the Southeast Volusia County area;

D. To disseminate information on the historical aspects of the Southeast Volusia County area through periodic and regularly scheduled meetings at the Society, newsletters and publications, special events, and other revenue-raising activities as the Society may consider properly suited to its objectives;

E. To cooperate with other associations and clubs, cities, towns, and other governmental bodies, and citizens of the area to further the objectives of the Society, including the establishment of historical exhibits for public enjoyment.

F. To establish such subsidiaries as necessary for the purpose of raising and conserving funds to perpetuate the Society in all of its aspects;

V. NOT-FOR-PROFIT STATUS

A. The corporation shall issue no shares of stock, nor shall dividends be paid, nor shall any of the income of the corporation be distributed to its members, directors, officers, or trustees; however, reasonable compensation may be paid for actual services rendered by employees, contractors, advisors, suppliers, insurance brokers, and other professionals who provide necessary services to the Society. It is further provided that officers and directors may be reimbursed a reasonable amount for out-of-pocket expenses incurred where such expenses benefit the Society.

B. The corporation shall be managed under the limitations of §5013) of the Internal Revenue Code, as amended, including but not limited to the following:

1. The corporation shall engage primarily in activities that constitute one or more of the exempt purposes specified in §501 (0)(3) of the Internal Revenue Code;

2. Only an insubstantial part of the corporation's activities are not in furtherance of an exempt purpose;

3. The corporation's net earnings do not inure, in whole or in part, to the benefit of private shareholders or individuals;

4. The corporation is not an "action" organization; and

5. The corporation serves a public, rather than private, purpose.

C. No part of the income of the corporation shall inure to the benefit of any member, officer, director, or trustee, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation, affecting one or more of its purposes, and no private individual shall be entitled to share in the distribution of any corporate assets upon the dissolution of the corporation.

D. In the event of a dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in §501 (C)(3) and §170 (0)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future Internal Revenue Code, or, alternatively, shall be turned over to the federal, state, or local government for exclusive public purposes.

E. No part of the activities of the corporation shall be to carry on propaganda or otherwise attempt to influence legislation, or participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

VI. OFFICERS

The corporation shall be managed by a President, Vice President, Secretary, and Treasurer. Officers shall be elected annually by the Board of Directors.

VII. DIRECTORS

The Board of Directors of this corporation shall be thirteen (13), and shall include all of the above-named officers. The Board of Directors shall have the authority to hire, from time to time, an individual or individuals to act as Museum Director/Curator and to set their salaries, if any. Said Director/Curator shall be appointed annually within one month after the officers take office. The Board of Directors shall have the authority to set the policies of the corporation to be carried out by the officers and the Museum Director/Curator. Each member of the Board of Directors shall serve for a term as set forth in the By-laws.

In the event of the removal or resignation of a member of the Board of Directors, the remaining directors shall have the authority to appoint an individual to fill the unexpired term of the departing director.

VIII. BYLAWS

The By-Laws shall be adopted by the Board of Directors and may be amended at any time by a majority vote of the Board of Directors.

IX. AMENDMENTS/RESTATEMENTS

Amendments or restatements of these Restated Articles of Incorporation may be proposed by any member of the Society and presented to the Board of Directors for consideration. At a meeting of the Board of Directors, with proper notice of the amendment to the Board of Directors, may amend or restate the Articles of Incorporation by a majority vote.

X. CORPORATE OFFICE

The corporate office shall be located at 120 Sams Avenue, New Smyrna Beach, Florida, and the mailing address shall be 120 Sams Avenue, New Smyrna Beach, Florida 32168.

XI. RESIDENT AGENT

Drury L. Mays is hereby appointed as Resident Agent for the corporation upon whom service of process may be made. His address is 243 Live Oak Lane, New Smyrna Beach, Florida. By his signature below, he accepts this designation as Resident Agent. 32168

IN WITNESS WHERE OF, Brion Reilly, as President of the Southeast Volusia Historical Society, Inc., has hereunto set his hand and seal to these Amended and Restated Articles of Incorporation, which have been submitted by the Board of Directors to the general membership and approved by the general membership after notice, at a meeting held the 9th day of May, 2024, at New Smyrna Beach, Florida, for submission to the Department of State of the State of Florida for approval.

DATED THIS 13 day of May, 2024.

SOUTHEAST VOLUSIA HISTORICAL SOCIETY, INC.

By: Brion Reilly
Brion Reilly, President

The undersigned Secretary of the Southeast Volusia Historical Society, Inc., hereby acknowledges, in accordance with Florida Statutes, that the Restatement contains amendments in the Articles of Incorporation requiring membership approval; that this Restatement contains information required by the Florida Statutes' and that the duly adopted Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.

DATED this 13 day of May, 2024.

By: Zelia Sweett
Printed Name: Zelia Sweett
As Secretary

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me by means of {X} physical presence or { } online notarization, this 13 day of May, 2024, by: BRION REILLY, AS PRESIDENT OF THE SOUTHEAST VOLUSIA HISTORICAL SOCIETY, INC., A Florida non-profit corporation, who is personally known to me or who has produced _____ as identification.

Thomas D. Wright
Notary Public
Printed Name: Thomas D. Wright
{affix notary seal/stamp}

My commission expires:

