

765550

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

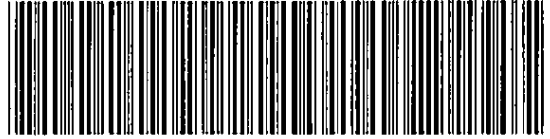
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TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: SCHUHPLATTNER GRUPPE ALPENROSE, INC.
CORPORATE NAME

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

\$35.00 \$43.75
Filing Fee Filing Fee
& Certificate of Status

\$43.75 \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Adrian C. Ribovich, Esq.
Name (Printed or typed)

75 E. Market Street
Address

Akron, Ohio 44308
City, State & Zip

330-374-7481
Daytime Telephone number

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

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

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:

Change PT John Doe

Remove V Mike Jones

Add SV Sally Smith

<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>Sabine Seifert</u>	<u>P.O. Box 181723</u> <u>Casselberry, FL 32718-1723</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>Thomas Bernhardt</u>	<u>P.O. Box 181723</u> <u>Casselberry, FL 32718-1723</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Daniel Smith</u>	<u>P.O. Box 181723</u> <u>Casselberry, FL 32718-1723</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>T</u>	<u>Jennifer Kothenbeutel</u>	<u>P.O. Box 181723</u> <u>Casselberry, FL 32718-1723</u>
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	_____	_____	_____

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____, and the votes cast were sufficient for approval

These restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

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.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: 2/7/2024

Signature: DocuSigned by:
Thomas Bernhardt

(By ~~incorporator~~ president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Thomas Bernhardt

(Typed or printed name of person signing)

President

(Title of person signing)

AMENDED & RESTATED
ARTICLES OF INCORPORATION

OF

SCHUHPLATTNER GRUPPE ALPENROSE, INC.

Pursuant to the provisions of Florida Statutes 617.1006, these Amended and Restated Articles of Incorporation of SCHUHPLATTNER GRUPPE ALPENROSE, INC., a Florida Non-Profit Corporation, duly organized and existing under the laws of the State of Florida as filed on October 26, 1982 and assigned document number 765550, the undersigned board of directors confirm that these Amended and Restated Articles of Incorporation were duly adopted by written consent of the board of directors on February 7, 2024. These Amended and Restated Articles of Incorporation, hereby amend and restate the Articles of Incorporation and supersede and replace the provisions of the organization's original Articles of Incorporation in their entirety:

Article I. The name of the Not for Profit Corporation shall be SCHUHPLATTNER GRUPPE ALPENROSE, INC. This name is distinguishable from all others on record with the Department of Corporations and is in full compliance with Florida Statutes.

Articles II: The corporation's registered agent is Thomas Bernhardt whose address is 103 Markham Court, Longwood, Florida 32779

Article III: The organization is organized exclusively for charitable and educational purposes, including, for such purposes, but without limitation thereon, operating as a charitable organization by receiving, investing, and administering assets, received as charitable gifts and contributions, and using such assets or the income therefrom to enhance cultural awareness and foster community development by preserving and perpetuating the rich heritage of Alpine culture. The organization's approach involves educating the community about the history of the region, showcasing authentic Bavarian Tracht (traditional attire), and commemorating this cultural legacy through music, dance presentations, and language. Additionally, we offer educational perspectives on Alpine folklore, with a particular focus on the importance of traditional regional clothing and the customs associated with seasonal celebrations and gatherings. This organization is organized exclusively for charitable, educational, and scientific purposes, including for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Solely for the above purposes, and consistent with Section 501(c)(3) of the Code, the organization is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation thereon, the right and power to receive gifts, bequests and contributions outright, in trust or in any other form; and to use, apply, invest and reinvest the principal and/or income therefrom or to distribute the same for the above purposes.

Article IV: The names and addresses of the persons who are the trustees of the organization are as follows:

<u>Name:</u>	<u>Address:</u>
Thomas Bernhardt	P.O. Box 181723 Casselberry, FL 32718-1723
Beate Berntsen	P.O. Box 181723 Casselberry, FL 32718-1723
William Schoenfeldt	P.O. Box 181723 Casselberry, FL 32718-1723
Jillian Zawacki	P.O. Box 181723 Casselberry, FL 32718-1723
Jennifer Kothenbeutel	P.O. Box 181723 Casselberry, FL 32718-1723

Article V: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 Article Third hereof. 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 Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI: 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

We have hereunto subscribed my name this 7th day of February, 2024

DocuSigned by:

Thomas Bernhardt

Thomas Bernhardt, Director

DocuSigned by:

Beate Bernsen

Beate Bernsen, Director

DocuSigned by:

William Schoenfeldt

William Schoenfeldt, Director

DocuSigned by:

William Zawacki

William Zawacki, Director

DocuSigned by:

Jennifer Koth

Jennifer Koth, Director



LISTEN. SOLVE. EMPOWER.
P: 330.253.5060 F: 330.253.1977 W: bmdllc.com
75 East Market Street, Akron, Ohio 44308

Shannan L. Dobak
Paralegal
P: 330.374.7485
F: 330.374.7486
E: sldobak@bmdllc.com

February 16, 2024

Via FedEx Overnight Delivery
Tracking Number: 775199949777

Florida Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Greetings:

Enclosed please find the Florida Amended and Restated Articles of Incorporation for Schuhplattler Gruppe Alpenrose, Inc. for filing, along with a check in the amount of \$35.00 for the filing fee.

Thank you for your attention to this matter.

Sincerely,

Shannan L. Dobak
Shannan L. Dobak, Paralegal

Enclosures

/sld
4891-6030-4037, v. 1

