



D. Kent Sharples

768642

Office of the President

February 25, 2002

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

To Whom It May Concern:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Coastal Educational Broadcasters, Inc. (768642) form, amended articles, as well as a check for the filing fee and two certified copies. The recorded document may be returned to my attention at:

Office of the President
Daytona Beach Community College
Post Office Box 2811
Daytona Beach, FL 32120-2811

If you have any questions regarding the attached please feel free to call me at (386) 254-4408. Thank you.

Sincerely,

Lynn Mercer
Secretary to the Board

Enclosures (3)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

768642
9px Amend + NC
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* Cert of Sta 3-1-02

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Coastal Educational Broadcasters, Inc.

(present name)

768642

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE I	Amended
ARTICLE II	Amended
ARTICLE III	No Change
ARTICLE IV	No Change
ARTICLE V	No Change
ARTICLE VI	Amended
ARTICLE VII	Deleted (Replaced by amended VIII)
ARTICLE VIII	Amended (Replaced by former IX)
ARTICLE IX	Amended (Replaced by amended X)
ARTICLE X	Amended (Replaced by amended XI)
ARTICLE XI	Amended (Replaced by amended XII)
ARTICLE XII	Amended (Replaced by former XIII)
ARTICLE XIII	Amended (Replaced by amended XIV)
ARTICLE XIV	Amended (No replacement/moved up)

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SECOND: The date of adoption of the amendment(s) was: January 29, 2002

THIRD: Adoption of Amendment (CHECK ONE)

- ☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Ann Burt

Typed or printed name

Chair
Title

February 13, 2002
Date

**CERTIFICATE OF AMENDMENT TO AMENDED
RESTATED ARTICLES OF INCORPORATION
OF
COASTAL EDUCATIONAL BROADCASTERS, INC.**

The Amended Restated Articles of Incorporation of Coastal Educational Broadcasters, Inc., filed in the Office of the State of Florida Department of State May 28, 1985, as amended pursuant to that certain Certificate of Amendment filed July 2, 1986, as further amended pursuant to that certain Certificate of Amendment filed September 12, 1990, as amended pursuant to that certain Certificate of Amendment filed August 2, 1994, are amended as follows:

ARTICLE I

NAME

The new name of the corporation shall be WCEU FOUNDATION, INC.

ARTICLE II

PURPOSE

The purpose or purposes for which the corporation is organized shall be to:

- (a) to serve as a direct support organization, pursuant to Florida Statute Sec. 240.331.
- (b) engage in such activities and exercise all rights, powers and privileges conferred upon non-profit corporations and not prohibited by law, as its members may from time to time determine, with the limitation that no part of the net earnings of the corporation shall inure to the benefit of any private member or individual.
- (c) serve as a unique public/private partnership between educational and cultural institutions and organizations, the business community of the service area of the corporation, and citizens supportive of the purposes set forth herein.
- (d) utilize the strengths of such partnership as a means of assisting the corporation in raising the necessary capital and/or underwriting and memberships to provide for the effective operation of the corporation as a resource for its service area.

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(e) to receive, hold, invest, and administer property, and to make expenditures to, or for the benefit of the District Board of Trustees of Daytona Beach Community College.

(f) notwithstanding any other provisions of these Articles, the purposes for which the corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Sec. 501(c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

(g) in the event of dissolution, the residual assets of this corporation will be turned over to the District Board of Trustees of Daytona Beach Community College, a public educational institution, organized pursuant to the laws of the State of Florida, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

ARTICLE III

MEMBERS

Members of the corporation shall be those individuals and entities who provide support for WCEU-TV through contributions to the operation of the television facility, acquisition of programming and other related support and services. Membership classifications, which shall be non-voting, shall include, but not be limited to, individual, family, corporate, institutional and sustaining. Special memberships may be conferred by majority vote of the Board of Directors for those individuals or organizations worthy of recognition for their assistance to the corporation.

ARTICLE IV

TERM

The term for which this corporation is to exist is to be perpetual.

ARTICLE V

NAMES OF SUBSCRIBERS

The names and residence addresses of the original subscribers are as follows:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
1. H. DOUGLAS LEE	850 N. Boston Ave. DeLand, FL 32720
2. J. HYATT BROWN	213 Riverside Dr. Ormond Beach, FL 32174
3. OSWALD P. BRONSON, SR.	709 Second Ave. Daytona Beach, FL 32114
4. WENDALL JARRARD, JR.	P.O. Box 2121 DeLand, FL 32720
5. TOM BROWN	3709 Jackson Street Port Orange, FL 32119
6. MARIE DAWSON	743 Eastover Circle DeLand, FL 32720
7. JOHN A. FIDEL	118 No. St. Andrews Dr. Ormond Beach, FL 32174
8. J. DIXON FREE	407 Cherrywood Drive Ormond Beach, FL 32174
9. DORIS LEEPER	P.O. Box 2093 New Smyrna Beach, FL 32169

ARTICLE VI

MANAGEMENT

(a) The Board of Directors shall establish policy for the management of the affairs and business of the corporation as a direct support organization. The Board of Directors may exercise all such powers of the corporation and do all such lawful acts and things as are not by statute or by these Articles prohibited. The Board of Directors shall consist of not more than twenty-four (24) persons, which shall be elected or appointed at each annual meeting. Each Director shall serve for such terms as may be provided in the Bylaws and may be divided into classes so as to serve staggered terms.

(b) The Board of Directors shall, at its annual meeting, elect a Chairperson and Vice Chairperson. The duties of such officers shall be prescribed by the Bylaws of the corporation. All actions including elections of officers by the Board of Directors shall require a simple majority of the total membership of the Board of Directors for passage.

(c) Constituency of Board of Directors:

The District Board of Trustees of
Daytona Beach Community College:
Referred to as "DBCC."

18 Directors to be appointed by DBCC; the
President of DBCC shall be one of the 18
Directors appointed by DBCC.

General Public

6 Directors to be elected by the Board of
Directors.

ARTICLE VII

NAMES OF DIRECTORS

The persons constituting the Board of Directors are:

	<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
1.	MARY G. BENNETT	945 Marie Circle Ormond Beach, FL 32176
2.	BEATRIZ BURDEN	168 Snow Goose Court Daytona Beach, FL 32119
3.	ANN BURT	900 John Anderson Drive Ormond Beach, FL 32176
4.	LYNNETTE J. CALLENDER	1 Florida Park Drive South Suite 111 Palm Coast, FL 32137
5.	PRAMILA S. DESI	227 Fairway Drive Ormond Beach, FL 32176
6.	JAMES E. GARDNER	Post Office Box 351626 Palm Coast, FL 32135-1626
7.	REID HUGHES	Post Office Box 590 Daytona Beach, FL 32115

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| 8. | GEORGIA KANEY | The News-Journal
901 6 th Street
Daytona Beach, FL 32117 |
| 9. | ALEXANDER D. KORWEK | 27 Cool Water Court
Palm Coast, FL 32137 |
| 10. | L. GALE LEMERAND | 1004 Hampstead Lane
Ormond Beach, FL 32174 |
| 11. | WILLIAM LENSSEN | 2801 John Anderson Highway
Flagler Beach, FL 32136-6305 |
| 12. | ALBERT J. LEONARD, III | Watson Realty Corp., Realtors
1504 S. Atlantic Avenue
New Smyrna Beach, FL 32169 |
| 13. | CHARLES S. LICHTIGMAN | Charles Wayne Properties, Inc.
1030 W. Int'l Speedway Blvd.
Suite 101
Daytona Beach, FL 32114 |
| 14. | PETER E. MALLORY | 436 Quay Assisi
New Smyrna Beach, FL 32169 |
| 15. | MARY ANN PAUL | 675 Oaktree Terrace
DeLand, FL 32724 |

ARTICLE VIII

BYLAWS

The Bylaws of this corporation are to be made, altered, amended, or rescinded by a two-thirds majority vote of the directors, at any regular or special meeting duly or regularly called.

ARTICLE IX

AMENDMENT OF ARTICLES

Amendments to the Articles of Incorporation may be adopted by the Board of Directors at any regular or special meeting by a two-thirds majority of the directors, after ten (10) days notice in writing of the proposed amendment and approval by two-thirds majority vote of the District Board of Trustees of Daytona Beach Community College.

ARTICLE X
ADVISORY BOARD

The Board of Directors, by a majority vote, may select members of an advisory board and determine the number thereof, their terms, and their duties, which shall consist primarily of rendering advice, reports and suggestions to the Board of Directors on such matters as programming and financial support of the operations of the corporation.

ARTICLE XI
LICENSES

The District Board of Trustees of Daytona Beach Community College shall be authorized to apply to the Federal Communications Commission for a license to operate an educational television station in Daytona Beach, Volusia County, Florida, and also, for a license to operate a frequency modulation radio station at the same location.

ARTICLE XII

The first meeting of the members of this corporation shall be held as soon as possible after approval of these Articles by the Secretary of State of the State of Florida.

ARTICLE XIII
LOCATION OF THE CORPORATE OFFICE

The initial office of the corporation will be at 1200 West International Speedway Boulevard, Daytona Beach, Florida 32114, and the mailing address is P.O. Box 9245, Daytona Beach, Florida 32120-9245 which may be changed by action of the Board of Directors. REGISTERED AGENT: The Registered Agent for the corporation is Peter B. Heebner, Esquire, whose address is 523 North Halifax Avenue, Daytona Beach, Florida 32118.

There are no members entitled to vote on the amendments. The foregoing Amendments were adopted by the Board of Directors of the corporation by unanimous vote on the 22nd day of September, 1993 and on the 1st day of June, 1994, and on the 29th day of January, 2002.

IN WITNESS WHEREOF, the undersigned Chairperson and Vice Chairperson of the corporation have executed this Certificate of Amendment to the Amended Restated Articles of Incorporation of COASTAL EDUCATIONAL BROADCASTERS, INC., this 29th day of January, 2002.

COASTAL EDUCATIONAL BROADCASTERS, INC.

By: [Signature]
Ann Burt
As Its: Chairperson

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 31st day of January, 2002.
Personally known ☒ or produced identification .

Notary Public: [Signature]
Commission
Expires:



COASTAL EDUCATIONAL BROADCASTERS, INC.

By: [Signature]
Pramila Desai
As Its: Vice Chairperson

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 4th day of February, 2002.
Personally known ☒ or produced identification .

Notary Public: [Signature]
Commission
Expires:

