

N00000001948

(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

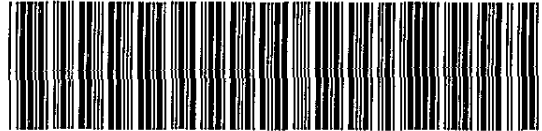
(Business Entity Name)

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Amend

03 FEB 22 PM 3:55

FILED

03 FEB 26 PM 4:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*02210
X00789, 00564, 00672, 00547*

*DR
2/28/03*



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 944708. 150991A

AUTHORIZATION : *Patricia Piquero*

COST LIMIT : \$ 43.75

ORDER DATE : February 26, 2003

ORDER TIME : 3:22 PM

ORDER NO. : 944708-005

CUSTOMER NO: 150991A

CUSTOMER: Greg Reymann, Esq.
Gould Cooksey Fennell O'Neill
979 Beachland Boulevard

Vero Beach, FL 32963

DOMESTIC AMENDMENT FILING

NAME: ROSS SMALL WORLD INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 27, 2003

CSC

Atten: Sara Lea
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: ROSS SMALL WORLD INCORPORATED
Ref. Number: N00000001948

We have received your document for ROSS SMALL WORLD INCORPORATED and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 903A00012721

RESUBMIT
Please give original
submission date as file date.

RECEIVED
03/17/03 11:10:36
TELETYPE
UNIT
FEB 28 2003
STATE OF FLORIDA

ARTICLES OF AMENDMENT

OF

ROSS SMALL WORLD INCORPORATED

FILED
03 FEB 26 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, Articles of Incorporation were filed on March 24, 2000, under the name **ROSS SMALL WORLD INCORPORATED** (Document Number N00000001948); and

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

WHEREAS, in order to qualify such corporation as a tax exempt entity under the Internal Revenue Code and related regulations, it is necessary to restate the Articles of Incorporation to include language meeting the Organizational Test of section 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Directors of **ROSS SMALL WORLD INCORPORATED** have unanimously consented to the changes as set forth herein, and have authorized the undersigned Director to file these Articles of Restatement with the State of Florida; and

WHEREAS, these Articles of Amendment contain no amendments for which member approval is required.

NOW, THEREFORE, the undersigned Owner and Director of **ROSS SMALL WORLD INCORPORATED** hereby duly executes and files these Articles of Amendment in accordance with Chapter 617 of the Florida Statutes, the Florida Not-for-Profit Corporation Act, hereby certifies:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE II shall be deleted in full, and a new **ARTICLE II** shall state the following:

ARTICLE II

PRINCIPAL OFFICE

The place of business of this Corporation shall be:

6500 Old Dixie Highway
Winter Beach, Florida 32967

ARTICLE IV shall be deleted in full, and a new **ARTICLE IV** shall state the following;

ARTICLE IV

MEMBERSHIP

Membership in this Corporation shall be in accordance with and governed by the Amended By-laws of the Corporation.

The following new Articles shall be added to the Articles of Incorporation:

ARTICLE VII

EXEMPT STATUS

This Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the Corporation is distributable to, or inures to the benefit of, its directors or officers except to the extent permitted under the Not-for-Profit Corporation Law. This Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE VIII

BY-LAWS

A. The power to adopt the amended by-laws of this corporation, to alter, amend or repeal the amended by-laws, or to adopt new amended by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

B. The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE IX

BOARD OF DIRECTORS

The Board of Directors of this Corporation shall be elected and appointed as stated in the Amended by-laws.

ARTICLE X

DISTRIBUTION UPON DISSOLUTION

In the event of dissolution, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as determined by a majority of the Board of Directors.

ARTICLE XI

INCOME AND DISTRIBUTION

No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, 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 member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE XII

PROHIBITED ACTIVITIES

No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE XIII

AMENDMENT TO ARTICLES OF INCORPORATION

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Articles of Amendment in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

SECOND: The date of each Amendment's adoption: February 14, 2003.

THIRD: Adoption of Amendment(s) (CHECK ONE)

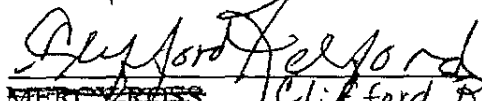
☐

☐ The Amendment(s) was/were adopted by the Board of Directors \

☒ The amendment was adopted by the Board of Directors There are no members entitled to vote.

Signed this 14 day of February, 2003.


Signature:


~~NERC-2003~~ Clifford Relford
Chairman

ROSS SMALL WORLD INCORPORATED
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, **WILLIAM HOLT**, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, as amended by the Articles of Amendment, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0501 Florida Statutes.

DATED this 14th day of February, 2003.



WILLIAM HOLT