

N0000000222

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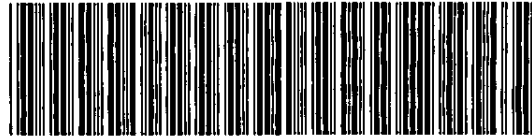
(Business Entity Name)

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R. WHITE

FILED
TALLAHASSEE, FLORIDA

15 OCT -7 PM 3:22

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Flying Needles Quilt Guild, Inc.

DOCUMENT NUMBER: N00000007282

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

Please return all correspondence concerning this matter to the following:

Ruth S. Reynoso

(Name of Contact Person)

Flying Needles Quilt Guild, Inc.

(Firm/ Company)

P.O. Box 1652

(Address)

Niceville, FL 32588-1652

(City/ State and Zip Code)

FNQGweb@cox.net

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

For further information concerning this matter, please call:

Ruth S. Reynoso

850

496-9875

at

(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:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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

Flying Needles Quilt Guild, Inc.

15 OCT -7 PM 3: 22

(Name of Corporation as currently filed with the Florida Dept. of State): FLYING NEEDLES QUILT GUILD, INC.
TALLAHASSEE, FLORIDA

N00000007282

(Document Number of Corporation (if known))

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:

N/A

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**)

108 Aurora Street

Valparaiso, FL 32580

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

N/A

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:

Ruth S. Reynoso

314 Arbor Glen

(Florida street address)

New Registered Office Address:

Niceville

(City)

Florida 32578

(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

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>Karalee Kastl</u>	<u>447 Admiral Ct.</u> <u>Destin, FL 32541</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>T</u>	<u>Ruth S. Reynoso</u>	<u>314 Arbor Glen</u> <u>Niceville, FL 32578</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>1 VP</u>	<u>Emily Jacobs</u>	<u>1203 Chantilly Circle</u> <u>Niceville, FL 32578</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>1 VP</u>	<u>Roberta Willoughby</u>	<u>191 Canopy Cove</u> <u>Freeport, FL 32439</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>2 VP</u>	<u>Deanne Vaughn</u>	<u>4586 Scarlet Dr.</u> <u>Crestview, FL 32539</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S</u>	<u>Gail Menard</u>	<u>348 Cocobolo Dr.</u> <u>Destin, FL 32541</u>

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>2 VP</u>	<u>Grace Grimsley</u>	<u>1512 18th Street</u>
<input type="checkbox"/> Add			<u>Niceville, FL 32578</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>1 VP</u>	<u>Betty Davis</u>	<u>242 Yacht Club Dr.</u>
<input type="checkbox"/> Add			<u>Fort Walton Beach, FL 32548</u>
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>T</u>	<u>Jean H. Lewis</u>	<u>1671 19th Street</u>
<input type="checkbox"/> Add			<u>Niceville, FL 32578</u>
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>S</u>	<u>Marilyn Canon</u>	<u>12 7th Street</u>
<input type="checkbox"/> Add			<u>Shalimar, FL 32579</u>
<input checked="" type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>P</u>	<u>LaLani James</u>	<u>144 Chicago Ave.</u>
<input type="checkbox"/> Add			<u>Valparaiso, FL 32580</u>
<input checked="" type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Changes to By-Laws:

ARTICLE II, Section 2. now reads, "Annual dues for both categories shall be set by the Board of Directors and approved at the next Annual Meeting. Dues are payable in October of each year. Members joining for the first time after March 31 in a given year will pay a prorated amount for that year."

ARTICLE II, Section 3. now reads, "The Flying Needles Quilt Guild, Inc. shall keep a record of all members and have available a directory of members. The directory shall not be used for commercial purposes."

ARTICLE III, Section 1. now reads, "The corporation shall hold an Annual Meeting on the second Thursday in September of each year."

ARTICLE III, Section 2. now reads, "General meetings will be held the 2nd Thursday of each month beginning at 10:00 a.m."

ARTICLE III, Section 4. now reads, "Any time a vote of the members is taken, the members present shall constitute a quorum, except for an election of Officers, when a quorum will consist of members present plus the absentee ballots received."

ARTICLE IV, Section 1. now reads, "The Board of Directors shall be composed of the Officers of the corporation. The Past President shall serve for one year as a non-voting advisor to the Board of Directors."

ARTICLE IV, Section 4a. has been added and reads, "When a donation valued at \$500.00 or more is offered to the Guild, it must be approved by the Board before it is accepted."

ARTICLE IV, Section 6. has been added and reads, "The Board of Directors shall meet at least once per month, if needed. Any and all Guild members are welcome to attend."

ARTICLE V, Section 1. now reads, "The officers of the corporation shall be President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. Officers shall be elected at the Annual Meeting for a term of one year from October 1 through September 30."

Continued on the following page.

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Changes to By-Laws continued:

ARTICLE V, Section 3. now reads, "The 1st Vice President shall, in the absence of the President, serve in the order of that office and perform such duties as assigned to the President; shall assist the President in matters necessary to the functioning of the organization. The 1st Vice President is responsible for setting up programs for the General Meetings each month."

ARTICLE V, Section 4. now reads, "The 2nd Vice President shall assist the President in matters necessary to the functioning of the organization; in the absence of both the President and 1st Vice President, shall serve and perform such duties as assigned to the President. The 2nd Vice President, with the assistance of the Board of Directors, will schedule workshops for the year."

ARTICLE V, Section 5. now reads, "The Secretary shall record the minutes of the Board of Directors, Annual, and General Meetings and present them to the membership in the monthly newsletter. The Secretary shall perform the duties incidental to that office and as are properly required, and shall be authorized to sign checks"

ARTICLE V, Section 6. now reads, "The Treasurer shall be custodian of the funds of the organization; shall make payments in accordance with the budget; shall present a financial report at each General Meeting; shall prepare a Proposed Budget to be approved at the Annual Meeting in September; shall submit records for an audit during the month of August; and shall file all required tax forms; and be authorized to sign checks."

ARTICLE V, Section 7. now reads, "Vacancies among Officers shall be filled by vote of the membership and the person chosen to fill the vacancy shall serve the remainder of the unexpired term of his or her predecessor."

ARTICLE VI, COMMITTEES now reads, "Committees shall be formed as needed by the Board of Directors to satisfy the programs and needs of the organization. Members may serve on more than one committee; but the Committee Chairman may chair only one committee. Committee Chairmen positions are on a voluntary basis and do not require a vote by the general membership. Committee Chairmen shall administer their respective activities and be responsible to the Board of Directors."

Continued on the following page.

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Changes to By-Laws continued:

ARTICLE VII, Section 1. now reads, "A simple majority vote of those members present is required for decisions requiring a vote, except for election of Officers where absentee ballots are included."

ARTICLE VII, Section 2. now reads, "A Nominating Committee of three (3) members shall be recruited by the President in June of each year. The Committee shall present its slate of nominees at the August General Meeting and preceding the election at the Annual Meeting."

ARTICLE VII, Section 3. now reads, "Absentee ballots may be used only for the election of Officers at the Annual Meeting in September."

ARTICLE VIII, FISCAL YEAR now reads, "The fiscal year shall be from October 1 through September 30."

ARTICLE IX, AMENDMENTS now reads, "The Board of Directors must submit to the membership any amendments to the Articles of Incorporation or By-Laws they deem necessary or appropriate for consideration to be voted on at the Annual Meeting or a Special Meeting called for this purpose. A copy of the proposed amendments shall be submitted to the membership prior to the meeting. If this is not possible, members shall be given adequate time to read and consider the amendment before a vote is taken. All amendments adopted by the membership to the Articles of Incorporation shall be submitted to the Florida Department of State, Division of Corporations, as required by law."

ARTICLE X, PARLIAMENTARY AUTHORITY now reads, "Robert's Rules of Order Newly Revised, as revised from time to time, shall govern all proceedings whenever applicable and not inconsistent with these Articles of Incorporation and By-Laws."

September 10, 2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

September 10, 2015

Effective date if applicable: _____

(no more than 90 days after amendment file date)

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.

Adoption of Amendment(s)

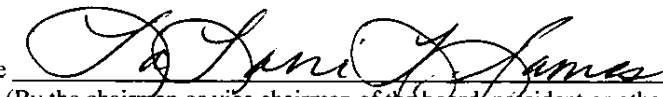
(CHECK ONE)

- ☒ 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.

September 29, 2015

Dated _____

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)

LaLani L. James

(Typed or printed name of person signing)

Out-going President

(Title of person signing)