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Office Use Only

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION OF  
MICANOPY HISTORIC CEMETERY ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the Micanopy Historic Cemetery Association, Inc. (the "Corporation") adopts the following amendments to its Articles of Incorporation:

A. The first three (3) paragraphs of Section (a) of Article V, Management of Corporate Affairs, are hereby deleted and replaced by the following:

"Article V

Management of Corporate Affairs

(a) Board of Trustees: The affairs of the Corporation shall be managed by a Board of Trustees (the "Trustees"). The number of Trustees, the manner of their election and their terms of office shall be set forth in the bylaws of the Corporation, provided there shall be never be fewer than three (3) Trustees.

The Board of Trustees shall meet at such times and places as set forth in the bylaws or more frequently as they may deem necessary."

B. The first sentence of Section (b) of Article V is hereby deleted and replaced by the following:

"(b) The Board of Trustees shall elect such officers as are designated in the bylaws in the manner set forth in the bylaws. The officers' duties and terms of office shall be as set forth in the bylaws."

C. Article VII entitled "Distribution of Assets" is hereby deleted in its entirety and replaced by the following:

"Article VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees shall, after making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine giving priority to an entity which \_\_\_\_ shall promote the perpetuity of the Micanopy Historic Cemetery."

D. Article VIII entitled "Membership" is hereby deleted in its entirety and replaced by the following:

"Article VIII

Membership

The Corporation shall have members. The classes and qualifications of members and their voting rights, if any, shall be set forth in the bylaws of the Corporation.

The frequency of all meetings of members, the time and manner of notice of such meetings and the number of members necessary to constitute a quorum shall be determined in accordance with the bylaws. The place and time of any meetings, including the annual meeting of members, shall be determined by the Board of Trustees."

E. Adoption of Amendments

These Amendments to the Articles of Incorporation were adopted by the members of the Corporation entitled to vote thereon and the number of votes cast for these amendments was sufficient for their approval.

I hereby certify that these Amendments to the Articles of Incorporation of Micanopy Historic Cemetery Association, Inc. were duly adopted at a meeting of members held on 21 Jan 2016.

By: Claudia Larsen

Claudia Larsen, President

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

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.

Dated January 21, 2017

Signature Claudia Larsen  
(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)

Claudia Larsen  
(Typed or printed name of person signing)

President, Micanopy Historic Cemetery Assn  
(Title of person signing)

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Micanopy Historic Cemetery Association, Inc.

**DOCUMENT NUMBER:** NO 1799

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

Please return all correspondence concerning this matter to the following:

Jennifer Cialona  
(Name of Contact Person)

(Firm/ Company)

502 NW Eastaukree Ave  
(Address)

Micanopy, FL 32667  
(City/ State and Zip Code)

jencclair@bellsouth.net  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer Cialona at 352-301-2243  
(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION OF  
MICANOPY HISTORIC CEMETERY ASSOCIATION, INC.

FILED  
2017 FEB -3 PM 12:13  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

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By: Claudia Larsen

Claudia Larsen, President

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Dated January 21, 2017

Signature Claudia Larsen  
(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)

Claudia Larsen  
(Typed or printed name of person signing)

President, Micanopy Historic Cemetery Assn  
(Title of person signing)