

N02000003394

CT CORPORATION

FILED  
2002 SEP 25 PM 12:10  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Holly Hill Chapter of AARP, Inc.

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<b>To change the RA</b>	
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED  
02 SEP 25 AM 11:20

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
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Examiner \_\_\_\_\_  
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Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

9/25/02

AAM

Order#: 5532891

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Ref#: \*\*\*\*\*35.00 \*\*\*\*\*35.00

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

C. Coulliette SEP 25 2002

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

FILED  
2002 SEP 25 PM 12:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Holly Hill Chapter of AARP, Inc.  
(present name)

NO2000003394

(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 III of the Articles of Incorporation is being amended. Please see attached

Article VI of the Articles of Incorporation is being amended to change the name and address of the registered agent. The new registered agent is CT Corporation System and the new address of the registered agent is 1200 South Pine Island Road, Plantation, FL 33324.

**SECOND:** The date of adoption of the amendment(s) was: 9-16-02

**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.

Louis P. Schmitt

Signature of Chairman, Vice Chairman, President or other officer

Louis P. Schmitt

Typed or printed name

President  
Title

9-16-02  
Date

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..*

*Connie Bryan*  
\_\_\_\_\_  
Registered Agent's Signature

**CONNIE BRYAN  
SPECIAL ASSISTANT SECRETARY**

## **Holly Hill Chapter of AARP, Inc.**

### **PURPOSES:**

The purposes for which this corporation is formed are:

1. To provide a channel through which members can engage in meaningful community service activities.
2. To offer members opportunities for self-appraisal and assistance in planning lifestyles designed to attain maximum self-realization and enrichment.
3. To help foster equality of opportunity for older Americans by promoting their continued growth and development, self-respect, self-confidence and usefulness; by encouraging their participation in contemporary life; and by stimulating a dynamic public interest in the aging population, and recognition of their potential.
4. To identify experiences which will further growth and development of personality for retired persons and lead to new, useful and creative roles which enhance life-fulfillment.
5. To devote the energies of the Chapter to furthering its goals of prolonging and improving the mental and physical well-being of retired persons.
6. To aid retired persons in their social, physical, economic and intellectual needs by acting as a local Chapter of AARP, a District of Columbia Non-Profit Corporation, in accordance with and in furtherance of its purposes, objectives and ideals.

### **MEMBERS**

The Corporation is to have members. The designation of the class or classes of members of the Corporation and the qualification and rights, including voting rights, of the members of each such class, shall be as follows:

1. The Corporation shall have two classes of members: national organization and individual. AARP shall be the national organization member of the Corporation. All persons who are members in good standing of AARP and who pay, in advance, to the Corporation the annual dues which may be prescribed from time to time in the By-Laws of the Corporation shall be individual members.

Except as otherwise provided herein or in the By-Laws, the national organization member of the Corporation shall not have any voting rights, but all voting rights shall be vested in the individual members, and the affirmative vote of a majority of the individual members present in person and entitled to vote at a meeting of members with respect to a question or matter brought before such meeting shall be necessary and sufficient to decide such question or matter. Notwithstanding the foregoing, the national organization member shall be entitled to vote in person or by proxy on all matters relating to the amendment of the Articles of Incorporation or By-Laws, but the affirmative vote of the national organization member with respect to any such matter shall be necessary to decide such matter.

ELECTION OF DIRECTORS: The manner in which the directors of the Corporation are to be elected or appointed shall be as provided in the By-Laws of the Corporation.

#### POWERS AND PROVISIONS FOR DISSOLUTION:

The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and its directors:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, member or other private individual, 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. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

2. In the event the existence of the Corporation should for any reason be terminated, all funds of the Corporation shall, after the payment of its liabilities, be distributed exclusively for charitable or social welfare purposes.

3. Notwithstanding any other provisions of these Articles, the Corporation shall not engage in any transaction which is a prohibited transaction as defined in Section 503 (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent United States Revenue Laws.

4. Neither the Corporation nor any officer or individual member of the Corporation shall have the authority to represent, contract for, or otherwise act in an official capacity for AARP. No officer or individual member shall use the Corporation to further his own personal interests.

5. The purposes and objects of the Corporation shall in all respects conform to the purposes of AARP. The Corporation shall not engage in or permit or suffer any activity detrimental to or which detracts from the best interests of AARP or its members.