

N02000007717

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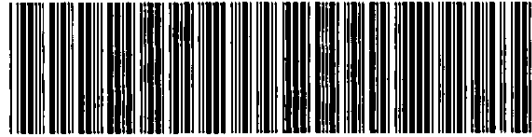
(Business Entity Name)

(Document Number)

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Amend

05/27/10--01026--006 **35.00

FILED

2010 MAY 27 AM 10:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR
5/28/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CITY OF IMAGINATION, INC.

DOCUMENT NUMBER: N02000007717

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

Please return all correspondence concerning this matter to the following:

MICHAEL J FAEHNER, ESQ.

(Name of Contact Person)

M FAEHNER ESQ LLC

(Firm/ Company)

2380 DREW STREET SUITE 4

(Address)

CLEARWATER FL 33765

(City/ State and Zip Code)

MFAEHNER@MFAEHNER.COM

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

For further information concerning this matter, please call:

MICHAEL FAEHNER

(Name of Contact Person)

at (727) 443-5190

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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

CITY OF IMAGINATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N02000007717

(Document Number of Corporation (if known))

FILED
2010 MAY 27 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

N/A

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:

N/A

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (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

(Attach additional sheets, if necessary)

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

[illegible]

The date of each amendment(s) adoption: MAY 13, 2010
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

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 MAY 13, 2010

Signature See attached
(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)

MARLENE SHAW
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

**AMENDED
ARTICLES OF INCORPORATION
FOR
CITY OF IMAGINATION, INC.**

ARTICLE I
Name of Corporation

The name of this not-for-profit corporation shall be CITY OF IMAGINATION, INC.

ARTICLE II
Principal Office

The principal office and mailing address of the corporation is located at 5723 23rd Avenue South, St. Gulfport, Florida 33707

ARTICLE III
Purposes

The corporation shall be organized as a not-for-profit corporation under Chapter 617, Florida Statutes, incorporated on a non-stock basis. The corporation is to be formed exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law. Specifically, the corporation is to promote culture and art awareness through education, funding and support in the Greater Gulfport, Florida community. In furtherance of these purposes, the corporation may engage in any lawful act or activity for which corporations may be organized under the Florida Not-For-Profit Corporation Act.

ARTICLE IV
Duration

The corporation shall have perpetual duration.

ARTICLE V
Powers

This corporation shall have all of the corporate powers enumerated as it may be amended from time to time and set forth in Chapter 617 of the Florida Statutes provided, however, that none of the powers granted to this corporation shall be used in any manner

whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set in Article III.

ARTICLE VI

Prohibited Acts

This corporation shall operate exclusively for charitable, educational, and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, in the course of which operation:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons, 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 herein.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII

Dissolution

The corporation may be dissolved with the assent given in writing and signed by not less than two thirds (2/3) of the voting membership. Upon dissolution of the corporation, the Board of Directors, after paying or making provisions for the payment of all of the liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future Internal Revenue Code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII

Board of Directors and Officers

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) members. All members of the Board shall be elected or appointed in the manner and for the terms prescribed in the Bylaws of the corporation, and shall hold office until their respective successors are duly elected or appointed. The Board of Directors, at its annual meeting, shall elect a President, Vice President, Secretary and a Treasurer, and such other officers and Directors as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation.

ARTICLE IX

Board of Directors and Officers

The Board of Directors and its officers shall be comprised of the following individuals, each of whom is to hold office until the next election to be held under the provisions of the Articles or the provisions of the Bylaws:

Marlene S. Shaw, President
5732 23rd Ave S, Gulfport, FL 33707

William A. Shepherd, Vice President/Treasurer
6020 Luana Lane S Gulfport, FL 33707

Daniel Hodge, Secretary
4920 29 Ave S, Gulfport, FL 33707

David Bewley, Director
6020 Luana Lane S Gulfport, FL 33707

Lynne Brown, Director
6344 9th Ave S
Gulfport, FL 33707

Ken Laurence, Director
3020 51st St S
Gulfport, FL 33707

Andrea Royce, Director
2309 49th St S

Gulfport, FL 33707

Jessica Sager, Director
3952 52nd St N
St Petersburg, FL 33709

Karen R Schroeder, Director
5131 27th Ave S
Gulfport, FL 33707

Peggy J Wesselink, Director
3012 51st St S
Gulfport, FL 33707

ARTICLE X

Bylaws

The Bylaws of the corporation shall be adopted by the Board of Directors, as constituted under Article IX above, at the organizational meeting of the Board, and said Bylaws may thereafter be amended, by the affirmative vote of at least two thirds (2/3) of the Board of Directors present and voting.

ARTICLE XI

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the affirmative vote of at least two thirds (2/3) of the Board of Directors of this corporation, present and voting, at any meeting of the Board of Directors called specifically for that purpose.

ARTICLE XII

Registered Agent

The name of the registered agent of this corporation is MARLENE SHAW, President, 5732 23RD AVE S, GULFPORT FL 33707 and is located in Pinellas County, Florida.

ARTICLE XIII


Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the fullest extent permitted by law.


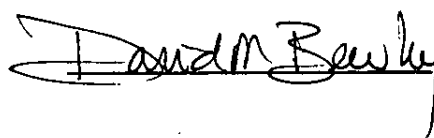
ARTICLE XIV

Incorporator same

IN WITNESS WHEREOF, the undersigned incorporators have executed these Amended Articles of Incorporation this 13 day of May, 2010.


Marlene Shaw, President

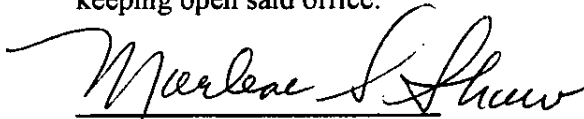
In the Presence Of:

ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service of process for CITY OF IMAGINATION INC. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.


Marlene Shaw, Registered Agent

In the Presence Of:

