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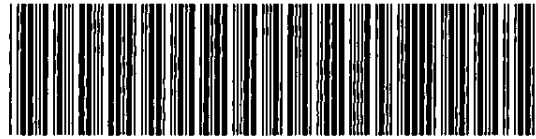
(Business Entity Name)

(Document Number)

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08 MAR -5 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
04-10-08
Dc

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida Firefighters Charities, Inc.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Bob Carver

(Name of Contact Person)

Florida Firefighters Charities, Inc.

(Firm/ Company)

345 West Madison Street

(Address)

Tallahassee, Florida 32301-1625

(City/ State and Zip Code)

For further information concerning this matter, please call:

Bob Carver

(Name of Contact Person)

at (850) 224-7333

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$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**

Florida Firefighters Charities, Inc.

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

(Document number of corporation (if known))

FILED
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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:

NEW CORPORATE NAME (if changing:

Not applicable

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not maybe used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

An amendment to Article III - entitled Purpose - of Articles of Incorporation, dated

March 7, 2003, and filed with the Florida Secretary of State on March 17, 2003, as

follows:

(A) To adopt in full and implement completely the Declaration of Trust

of Florida Firefighters Charities, dated April 15, 1998, to be a part of the Articles of

Incorporation of Florida Firefighters Charities, Inc., verbatim, as attached.

(B) To do all things necessary to promote and facilitate the sale of specialty

license plates provided for by law, relating to firefighters, paramedics and emergency

medical technicians, firefighting, fire safety and prevention, paramedic and emergency

medical rescue services, including, but not limited to, contracting for services for

consulting, marketing, advertising and promotional activities; legal services, tax

services, accounting services, auditing services, and investment and banking services.

(Attach additional pages if necessary)

(continued)

(C) To sue and be sued in the name of the corporation, Florida Firefighters Charities Inc., including, but not limited to, accepting or paying claims or denying claims or compromising claims.

(D) To pay the costs and expenses of collecting, managing and distributing the funds received on account of the sale of specialty license plates including, but not limited to, office expenses, equipment and supplies, postage and private delivery expenses, storage expenses, travel expenses, and phone, computer and communication expenses.

(E) To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

(F) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

The date of adoption of the amendment(s) was: March 4, 2008

Effective date if applicable: Same
(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 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.

Signature

Bob Carver

(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.)

Bob Carver

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

DECLARATION OF TRUST

TRUST AGREEMENT made this 15th day of April, 1998, by and between the Florida Professional Firefighters, Inc., an incorporated, non-profit labor organization with its principal place of business located in Tallahassee, Florida, hereinafter referred to as the Donor, and Bob Carver of Tallahassee, Florida; Gary Rainey of Pembroke Pines, Florida; and Gilbert Marsh of Milton, Florida; hereinafter referred to as the Trustees.

1. Name of Trust. The name of this trust shall be the Florida Firefighters Charities and so far as applicable the Trustees shall conduct the activities of the trust in that name.

2. Purpose of Trust. This trust is organized exclusively for charitable purposes as specified in Section 501 (c) (3) of the Internal Revenue Code. The purpose of the trust shall be to provide fire prevention education to the general public and humanitarian aid to members of the Florida Professional Firefighters and the general public who are victims of natural or man-made disasters. More specifically, this trust is organized to:

- (a) Receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations set forth herein, to use and apply the whole or any part of income therefrom and the principal thereof to provide public fire prevention education to the general public financial grants-in-aid to those in the class described herein in order to assist such

DECLARATION OF TRUST

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persons in obtaining needed housing, food, medical services and supplies, clothing and other similar disaster relief. The entire principal and income of the Fund shall be held and distributed solely for such purposes, except for an amount needed for the expenses of administering this Fund in order to effectuate the stated purpose.

- (b) No part of the net earnings of the trust shall inure or be payable to or for the benefit of any private individual except as provided in paragraph 2(a) above, and no substantial part of the activities of this trust shall be the carrying on of propaganda, or otherwise attempting to influence legislation. No part of the activities of this trust shall be the participation in, or intervention in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

3. Trust fund. The Trustees may receive donations from the Donor or from any other source in cash or in other property acceptable to them. All donations so received together with the income therefrom, herein referred to as the trust fund, shall be held, managed, administered, and paid out by the Trustees pursuant to the terms of this agreement. The Trustees may accept donations which restrict their uses and purposes, provided such restrictions are within the uses and purposes set forth in paragraph 2, and which limit the time, manner, amount, or other terms of distribution; but, unless otherwise specifically required, the Trustees may mingle such restricted donations with other assets of the trust fund. No donation of any kind shall be received and accepted if it is conditioned or limited in such a manner as to recognize the disposition of the income or its principal for any purpose other than "charitable purposes" within the meaning of such term as defined in Paragraph 2 above, or as would, in the opinion of the Trustees, jeopardize the federal income tax exemption of this trust pursuant to

DECLARATION OF TRUST

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Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. Use of trust fund. The Trustees shall apply the trust fund at such time or times, in such manner, and in such amounts as they may determine, or as may be required by restricted donations, to the uses and purposes set forth in paragraph 2.

5. Appointment and Action of Trustees. The President, Vice President, and Secretary/Treasurer of the Donor shall automatically be the Trustees; provided, however, that such members shall remain Trustees only so long as they are elected by the F.P.F.'s membership to the respected offices. The Trustees are authorized to designate consultants from time to time as the need arises to advise them with respect to the implementation of this trust. The Trustees shall act by a vote of a majority of their number at any given time. Any instrument required to be executed by this trust shall be valid if executed in the name of this trust by such majority of the Trustees. All actions of the Trustees shall be taken either by resolution at a meeting or by written record without a meeting. The Trustees shall appoint from among themselves a secretary who shall cause a record to be kept of all actions of the Trustees. A copy of any resolution or action taken by the Trustees, certified by any one of the Trustees, may be relied upon by any person dealing with this trust. No person shall be required to see to the application of any money, securities, or other property paid or delivered to the Trustees, or to inquiries into any action, decision, or authority of the Trustees.

6. Trustees' powers. In the administration of this trust and of the trust fund, the Trustees shall have all powers and authority necessary or available to carry out the purposes of this trust and, without limiting the generality of the foregoing, shall have the following powers and/or authority:

DECLARATION OF TRUST

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- (a) To engage in fundraising activities.
- (b) To receive the income, profits, and proceeds of the trust fund, and to collect and receipt for the same.
- (c) To invest and reinvest the principal and income of the trust in such property, real, personal, or mixed, and in such manner as they shall deem proper, and from time to time to change investments as they shall deem advisable; to invest in or retain any stocks, shares, bonds, notes, obligations, or personal or real property (including without limitation any interests in or obligations of any corporation, association, business trust, investment trust, common trust fund, or investment company) although some or all of the property so acquired or retained is of a kind or size which but for this express authority would not be considered proper and although all of the trust funds are invested in the securities of one company; provided, however, that the trustees shall not invest the property of the trust in such a manner as to jeopardize the exempt status under Section 501 (c) (3) of the Internal Revenue Code.
- (d) To sell for cash or on credit, convert, redeem, exchange for other securities or other property, or otherwise dispose of any securities or other property at any time held by them.
- (e) To pay all administration expenses of this trust and any taxes imposed upon it, and to settle, compromise, or submit to arbitration, any claims, mortgages, debts, or damages, due or owing to or from this trust, to commence or defend suits or legal proceedings, and to represent this trust in all suits or legal proceedings.
- (f) To exercise any conversion privilege or subscription right available in connection with any securities or other property at any time held by them; to vote personally, or by general or limited proxy, any shares of stock which may be held by them at any time, and similarly to exercise personally, or by general or by limited power of attorney, any right appurtenant to any securities or other property held by them at any time.

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- (g) To hold part or all of the trust fund uninvested.
- (h) To employ suitable accountants, agents, counsel, and custodians and to pay their reasonable expenses and compensation.
- (i) To register any securities held by them hereunder in their own name with the addition of words indicating that such securities are held in a fiduciary capacity and to make, execute, and deliver all instruments necessary or proper for the accomplishment of the purposes of this trust or any of the foregoing powers.

7. Successor Trustees. The Trustees shall serve at the pleasure of F.P.F.'s membership. Any Trustee may resign his office at any time without leave of said membership. Vacancies existing in the office of Trustee, for whatever cause, shall be filled by elections of the Donor from among members of the Donor and the Trustees may not act so long as there shall continue to be only two Trustees in office. The resignation or removal of a Trustee and the appointment of a successor Trustee shall be made by an instrument in writing. Every successor Trustee shall have the same powers and duties as those conferred upon the Trustees named in this agreement.

8. Bond and Compensation. The Trustees shall furnish such bond or surety as required by the internal laws of the Donor or applicable civil law. Each Trustee shall serve without compensation for his services hereunder, but all expenses of this trust or of any Trustee acting hereunder shall be paid by the Trustees from the trust fund.

9. Accounting by Trustees. The Trustees shall render accounts of their transactions to the Executive Board of the Donor at least annually, for the approval of the Executive Board. In the absence of the filing in writing with the Trustees by the Executive Board of exceptions or objections to any such account within 60 days, the Executive Board shall be deemed to have approved such account; and in such case or upon written approval of the Executive Board of any such account, the Trustees shall be released, relieved, and discharged with respect to all matters and things set forth in such account as though such account had been settled by the decree of a court of competent jurisdiction. No person or group other than the Executive Board of the

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Donor may require an accounting or bring any action against the Trustees with respect to this trust.

10. Liability of Trustees. Each Trustee shall be liable only for his willful misconduct or omissions in bad faith. No Trustee shall be liable for the acts or omissions of any other Trustee, or of any accountant, agent, counsel, or custodian selected with reasonable care.

11. Amendment. This agreement may be amended or modified from time to time by the Executive Board of the Donor whenever necessary or advisable for the more convenient and efficient administration of this trust or to enable the Trustees to carry out the purposes of this trust more effectively, but no such amendment or modification shall alter the intention of the Donor that this trust be operated exclusively for the tax-exempt purposes set forth in paragraph 2. Every amendment or modification of this agreement shall be made in writing, shall be signed by two officers of the Donor pursuant to authority of the Executive Board, and shall be delivered to each of the Trustees then in office.

12. Irrevocability and Termination. This trust shall be irrevocable, but may be terminated at any time by action of the membership of the Donor. Upon such termination, the Trustees shall dispose of all of the assets of the Trust exclusively for the purposes of the Trust, in such manner, or to such organizations organized and operated exclusively for charitable, educational, 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 Trustees shall determine.

13. Situs. This agreement is executed and delivered in the State of Florida, the situs shall be in that State, and it shall be governed by and construed and administered in accordance with the laws of that State.

14. Acceptance of trust. The Trustees do hereby accept this trust and undertake to hold, manage and administer the trust fund in accordance with the terms of this agreement.

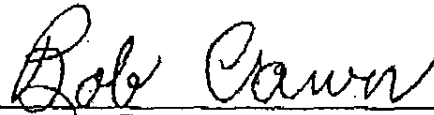
DECLARATION OF TRUST

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In witness whereof this agreement has been executed in Tallahassee, Florida by the Donor and by each of the Trustees named herein.

FLORIDA PROFESSIONAL FIREFIGHTERS, INC.

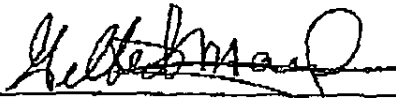
By: _____



President

TRUSTEES

Trustee




Trustee



Trustee

Attest:



Secretary/Treasurer