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TALLAHASSEE, FLORIDA

Amend & N/C

JBrown 9-27-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Falcon Fine Art Booster Association, Inc.

DOCUMENT NUMBER: N03000005960

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

Please return all correspondence concerning this matter to the following:

Nelson Morales

(Name of Contact Person)

Falcon Fine Arts Booster Association, Inc.

(Firm/ Company)

13876 SW 56 Street #214

(Address)

Miami, Florida 33175

(City/ State and Zip Code)

mightyfalconband@gmail.com

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

For further information concerning this matter, please call:

Nelson Morales

(Name of Contact Person)

at (305) 970-7262

(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

Falcon Fine Art Booster Association, Inc.

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

N03000005960

(Document Number of Corporation (if known))

FILED
2011 SEP 23 PM 3:10
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:

Falcon Fine Arts Booster Association, Inc.

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)

13876 SW 56 Street #214

Miami, Florida 33175

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

13876 SW 56 Street #214

Miami, Florida 33175

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:

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)

Page 2 of 3

Article III

Purpose, Powers, Scope and Policies

Section I.

The purpose of this organization shall be:

- A:** To develop a closer band-parent relationship.
- B:** To assist the John A. Ferguson Senior High School Band program to raise and administer funds for the benefit of the band members.
- C:** To financially assist with band activities, acquisitions of equipment when regular school fund are insufficient.
- D:** To participate and assist with the band activities as requested by the Band Director.
- E:** The Corporation is to have the power to do all necessary or expedient to carry out the purpose of the corporation in general; to possess all rights, privileges and immunities. To enjoy all benefits granted to corporations of similar character under the laws of The State of Florida including but not limited to the power to make and enter into contracts, receive and disburse funds granted by federal, state, private agencies, organizations and individuals. To make community studies and administer with similar programs, conduct research, develop business, coordinate, supervise and administer with similar programs and projects as are necessary in furtherance of its corporate purpose.
- F:** The Corporation is organized exclusively for charitable & educational purposes including for such purposes, the making of distributions to organizations 501(C) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section II.

- A:** The Corporation shall be guided by the policies set forth by the Miami Dade County School Board, John A. Ferguson Senior High School, Band Director and Executive Board of this Association. The activities of this organization shall be developed through communities, projects and conferences as determined by the Executive Board.
- B:** The principal of the school has final authority on the existence of and all activities of the association.

C: The Band Director is to serve as a liaison and communicate to the association membership the needs of the program and/or activity. The Director will coordinate the work of the Association with the school program. The Director shall not serve as an officer of the organization but, shall serve as an advisor to the Executive Board and have Veto Power over any decision made.

Section III.

All checks issued in the name of the Association must bear the signature of any of the following: Treasurer, President or Vice President of the Association.

Section IV.

All monies expended in the name of this association for fund-raising, shall have approval of the majority of the Executive Board and Band Director.

Article IV

Term of Existence

This corporation shall continue in the perpetual existence as long as it can fulfill all the obligations set forth in article II. If at any time it cannot meet the obligation set forth in article III, the corporation shall be dissolved per association By-Laws.

Article V

Prohibitions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purpose set forth in Article III hereof. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted by other Corporations 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, 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 VI

Qualifications of Membership

- 1) The members of the association are the parents, guardian and/or interested adult community members who support the activity that the association has been authorized to support.
- 2) Students of the John A. Ferguson Senior High School Band activities may participate in the Association as Associate Members.
- 3) Only parents or guardians of any student will have voting rights.

Article VII

Officers and Their Duties

Section I.

The officers of the association shall be the following:

- A: President
- B: Vice President
- C: Secretary
- D: Treasurer

Section II.

The duties of the officers are as outlined below:

A: The President shall:

1. Preside at all meetings of the Association and be Chairman of the Executive Board.
2. Call regular and special meetings.
3. Serve as an ex-officio member of all committees except the nominating committee.
4. Appoint chairman for all committees with the approval of the Executive Board.
5. May be one of the (2) officers whose signature is required on all checks.

6. Provide the Secretary, at the beginning of each meeting, with a detailed agenda of matters to be presented under each order of business.

B: The Vice President shall

1. Assist the President

2. Assume the office and duties of the President in case of absence or incapacity of the President to carry out the duties of that office.

3. Shall be a member of the Executive Board.

4. May be one of the two(2) Officers whose signature is required on all checks.

C: The Secretary shall:

1. Keep minutes of all Executive board Meeting and General Meeting of the Association

2. Be a member of the Executive Board.

3. Provide the President with a copy of minutes of the meeting prior to the next meeting.

D: The Treasurer shall:

1. Be the official financial custodian of the Association.

2. Keep an accurate record of all financial transactions and provide with a monthly statement of all Association accounts.

3. Be able to furnish a statement showing the current financial condition of the Association. This statement shall be provided at all Executive Board meetings.

4. Be responsible for checking all bills and vouchers presented for payment for the issuing of checks to cover them as approved by Executive Board.

5. Shall be a member of the Executive Board.

6. Shall be one of the two(2) Officers whose signature is required on all checks.

7. Shall be responsible to maintain SS# and payment history on all instructors.

8. File all necessary documents with State and IRS.

Article VIII

Election of Officers

Section I.

Election of officers shall be annually at the regular meeting during the month of April, the result will be determined by majority vote of the membership present.

Section II.

A nominating Committee will consist of the following members:

A: One (1) member elected from the Executive Board

B: One (1) member appointed by the President of the Association from the general membership

C: One(1) outgoing member of the Executive Board

D: The Band Director

E: One Freshman Parent

Section III.

The member elected from the Executive Board shall serve as Chairman of the nomination committee.

Section IV.

The nominating Committee shall meet before the general meeting in April, Shall nominate not more the (2) nominees for each office to be filled, present a report to all members before the April general meeting and present a report at the general meeting in April.

Section V.

Election of Officers shall take place immediately following the close of nomination.

Section VI.

Installation of Officers shall take place at the May general meeting under New Business and shall assume their respective duties thereafter.

Article IX

Executive Board

Section I.

The Executive Board shall consist of President, Vice President, Secretary and Treasurer.

Section II.

The duties of the Executive Board are to:

A: Transact any necessary business between regular meetings.

B: Submit a budget for approval at the first general meeting.

C: Approve payment of all bills of the Association.

D: Approve the plans of any Standing Committees and designated projects.

E: Approve Payment of all bills of the Association.

Section III.

A quorum shall consist of (3) three members (2) of which shall be elected officers.

Article X

Committees

Section I.

Committees shall be appointed as seemed necessary throughout the year.

Section II.

Committee Chairman appointed by the President and approved by the executive Board shall report directly to Executive Board.

Section III.

Committee Chairman of any designated project will be at the executive Board meetings upon request to bring reports of the progress or business of the activity at hand.

Article XI

Meetings

Section I.

Regular meetings of the association shall be held each month at 7:01PM during the school year at a day set by the Executive Board. However, it may be changed if two(2) days notice has been given to the membership.

Section II.

Special meetings may be called by the Executive Board, however the members shall be given two(2) days notice.

Section III.

A quorum will be established at the regular meeting when members present consist of a quorum of The Executive Board plus (1) more.

Section IV.

The Executive Board meetings shall be held before the general meeting.

Article XII

Amendments

Section I.

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Executive Board, proposed by them to the members and approved at the members meeting by the majority of the members. Notice must be given to members at least one week prior to meeting.

Section II.

The by-laws shall be reviewed by a committee of three(3) appointed by the Executive board.

Section III.

Any parliamentary procedures not covered by these by-laws shall be governed by Robert's Rules of Order, revised edition.

Article XIII

Liabilities for Debts

Section I.

Neither the Members nor the members of the Executive Board or the officers of the Corporation shall be liable for the debts of the corporation. The Corporation shall hold harmless all officers of the corporation.

Section II.

The Indebtedness of this Association shall be set by the Executive Board

Articles XIV

Standing Rules

Section I.

Standing rules may be established by a majority vote and without notice at any given meeting.

Section II.

The Standing Rules are as follows:

A: All meetings shall commence at the stated time not exceed one and a half (1-1/2) hours duration.

B: All discussions shall be limited to ten(10) minutes duration.

C: a brief summary taken at the previous General Membership meeting shall be given at the general meeting.

Articles XV

Dissolution

Upon dissolution of the corporation, all of its remaining assets, after payments of all cost and expenses of such dissolution, shall be distributed to John A Ferguson Senior High School which is an origination which qualifies for the exemption under Section 501(c)(3) of the Internal Revenue code.

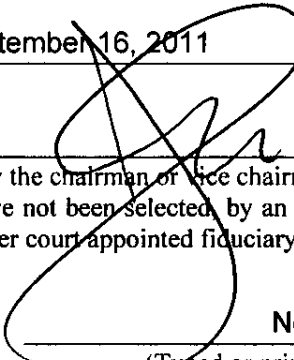
The date of each amendment(s) adoption: September 16, 2011

Effective date if applicable: September 16, 2011
(date of adoption is required)
(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 September 16, 2011

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)

Nelson Morales

(Typed or printed name of person signing)

President

(Title of person signing)