

N03000006930

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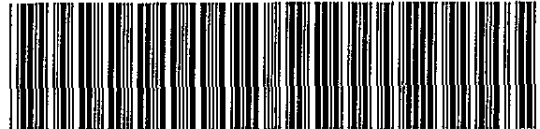
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Amend.

G. Coulliette MAR 09 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Canal Point Booster Club, Inc.

DOCUMENT NUMBER: N03000006930

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

Please return all correspondence concerning this matter to the following:

Howard K. Coates, Jr.

(Name of Contact Person)

The Coates Law Firm

(Firm/ Company)

12012 South Shore Boulevard, Suite 107

(Address)

Wellington, FL 33414

(City/ State and Zip Code)

For further information concerning this matter, please call:

Howard K. Coates, Jr.

(Name of Contact Person)

at (561) 333-4911

(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
CANAL POINT BOOSTER CLUB, INC.**

Under the provisions of F.S. 607.1006, this Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted: The Articles of Incorporation of the corporation dated July 15, 2003 and filed with the Secretary of State on August 12, 2003 are hereby amended as follows:

Article Three is modified and amended in its entirety to provide as follows:

ARTICLE THREE: The purpose for which the corporation is organized is exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article Five is modified and amended in its entirety to provide as follows:

ARTICLE FIVE: The affairs of the corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The directors of the corporation as of the effective date of this amendment shall be as follows:

Joan E. Lauther
1339 SE Coral Reef Street
Port St. Lucie, FL 34983
Director/President

Wendy Wagner
15929 Pine Strand Court
Wellington, FL 33414
Director/Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hope Bell
15065 Oak Chase Ct.
Wellington, FL 33414
Director/Secretary

Article Nine is added as follows:

ARTICLE NINE: Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article Ten is added as follows:

ARTICLE TEN: Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, 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 organization is then located, exclusively for such purposes.

Article Eleven is added as follows:

ARTICLE ELEVEN: Limitations. No part of the net earnings of the corporation shall inure to the benefit of (or be distributable to) its directors, officers, members 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 any of its purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code Section 501(h). The corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) or by a corporation contributions to which are deductible under Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code Section 509(a), then for the period in which the corporation is so deemed, the corporation shall distribute its income for each tax year at such time and in such manner as not to subject the corporation to tax under Code Section 4942, and the corporation shall not engage in any act of self dealing as defined in Code Section 4941(d), retain any excess

business holdings as defined in Code Section 4943(c), make any investments as to subject the Corporation to tax under Code Section 4944 or make any taxable expenditures as defined in Code Section 4945(d).

Article Twelve is added as follows:

ARTICLE TWELVE: Membership. All persons interested in the purposes of the corporation are eligible for membership in the corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

The date of the foregoing amendments' adoption: November 8, 2005.

SECOND: Adoption of Amendments:

There are no members or members entitled to vote on the amendments. The amendments were approved by the board of directors.

Signed on November 8, 2005.



Joan E. Lauther, Director
1339 SE Coral Reef Street
Port St. Lucie, FL 34983

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF BOARD OF DIRECTORS OF
CANAL POINT BOOSTER CLUB, INC.
REGARDING AMENDMENTS TO ARTICLES OF INCORPORATION**

WHEREAS, it is deemed desirable and in the best interests of this corporation that the following actions be taken by the Directors of this corporation pursuant to this Unanimous Written Consent;

WHEREAS, in connection with its purpose as a not-for-profit corporation, it is desirable that certain modifications and amendments be made to the Articles of Incorporation of the corporation;

NOW, THEREFORE, BE IT RESOLVED that, pursuant to applicable law, the undersigned, being all of the Directors of this corporation, hereby consent to, approve, and adopt the following amendments to the Articles of Incorporation of the corporation dated July 15, 2003 and filed with the Secretary of State on August 12, 2003:

AMENDMENTS TO ARTICLES OF INCORPORATION

RESOLVED, that the Board of Directors of CANAL POINT BOOSTER CLUB, INC., a Florida not-for-profit corporation organized and existing under and authorized to do business in the State of Florida, does this 8th day of November 2005 hereby modify, amend, and change the Articles of Incorporation of the corporation as follows:

Article Three is modified and amended in its entirety to provide as follows:

ARTICLE THREE: The purpose for which the corporation is organized is exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article Five is modified and amended in its entirety to provide as follows:

ARTICLE FIVE: The affairs of the corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The directors of the corporation as of the effective date of this amendment shall be as follows:

Joan E. Lauther
1339 SE Coral Reef Street
Port St. Lucie, FL 34983
Director/President

Wendy Wagner
15929 Pine Strand Court
Wellington, FL 33414
Director/Treasurer

Hope Bell
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Wellington, FL 33414
Director/Secretary

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participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3) or by a corporation contributions to which are deductible under Code Section 170(c)(2).

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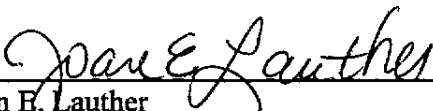
RESOLVED, that the officers of this corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this corporation.

* * *

This Unanimous Written Consent may be executed in one or more counterparts, each of which shall be an original and all of which together shall be one and the same instrument. This Unanimous Written Consent shall be filed in the Minute Book of this corporation and become a part of the records of this corporation.

Date: November 8, 2005.


Joan E. Lauther