

# N040000004385

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
COPPERLEAF GOLF CLUB FOUNDATION, INC.**

Certificate of Status	1
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2021 APR 30 PM 2:15

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*Amended & Restated /  
Name Change*

Apr. 30. 2021 5:09PM

H210001749143 P. 2

THE UNDERSIGNED, being the duly elected and acting President of Copperleaf Golf Club Foundation, Inc., a Florida corporation not for profit ("Corporation"), does hereby certify that:

1. The Amended and Restated Articles of Incorporation attached hereto as Exhibit "A" contain amendments to the Articles of Incorporation requiring approval from the Corporation's members.
2. The Corporation's members approved the Amended and Restated Articles of Incorporation at the duly called and noticed meeting held on April, 22, 2021, at which a quorum was present.
3. The number of votes cast by the Corporation's members at the members meeting was sufficient for approval.
4. Pursuant to the Amended and Restated Articles of Incorporation, the Corporation changed its name to Copperleaf Charitable Foundation, Inc.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and the seal of the corporation.

COPPERLEAF GOLF CLUB FOUNDATION,  
INC. (SEAL)

Gabrielle Minor  
Witness

Print Name: Gabrielle Minor

By: William Starb

Print Name: WILLIAM STARB  
Its: President

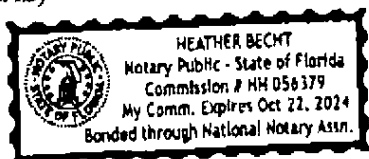
Anna Laabs  
Witness

Print Name: Anna Laabs

STATE OF FLORIDA )  
COUNTY OF LEE )

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of April, 2021, by (✓) physical presence or ( ) online notarization, by \_\_\_\_\_, as President of Copperleaf Golf Club Foundation, Inc., the corporation not for profit described in the foregoing instrument, who is (✓) personally known to me or who has produced \_\_\_\_\_ as identification.

(SEAL)



Notary Public, State of Florida

Heather Becht

Printed Name of Notary Public

Serial Number: HH 056379

My Commission Expires: 10/22/2024

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SECRETARY OF STATE  
ALLAHASSEE, FL

EXHIBIT " A "AMENDED AND RESTATED ARTICLES OF INCORPORATIONCOPPERLEAF GOLF CLUB FOUNDATION, INC.

Pursuant to Chapter 617, Florida Statutes, the Articles of Incorporation of Copperleaf Golf Club Foundation, Inc., which has changed its name herein to Copperleaf Charitable Foundation, Inc., a Florida corporation not for profit ("Corporation"), are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Chapter 617, Florida Statutes, and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended and the provisions of these Amended and Restated Articles, other than the inclusion of amendments adopted pursuant to Chapter 617, Florida Statutes and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation shall henceforth be as follows:

ARTICLE I

NAME: The name of the Corporation is Copperleaf Charitable Foundation, Inc., formerly known as Copperleaf Golf Club Foundation, Inc., and its address is 23101 Copperleaf Boulevard, Bonita Springs, FL 34135.

ARTICLE II

TERM OF EXISTENCE: The term of the Corporation shall be perpetual.

ARTICLE III

PURPOSE: This Corporation is a non-profit organization organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of this Corporation shall inure to the benefit of any member, trustee or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no member, trustee or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

ARTICLE IV

REGISTERED OFFICE AND AGENT: The name and address of the registered agent of the Corporation is Steven M. Falk, Esq., 7400 Tamiami Trail North, Suite 103, Naples, FL 34108.

ARTICLE V

MEMBERSHIP: Membership in the Corporation consists of all members of the Copperleaf Golf Club Community Association, Inc., as such membership rights are further set forth in the Bylaws of this Corporation.

ARTICLE VI

TRUSTEES: The lawful authority and powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the Corporation may be increased or decreased from time to time under the Bylaws, but shall never be less than three (3). The Trustees shall be elected and serve for terms as provided in the Bylaws.

ARTICLE VII

BASIS UNDER WHICH CORPORATION IS ORGANIZED: The Corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Chapter 617, Florida Statutes.

ARTICLE VIII

BYLAWS: The Board of Trustees of this Corporation may adopt such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Trustees may deem necessary from time to time.

ARTICLE IX

AMENDMENT TO ARTICLES: The power to adopt, alter, amend or repeal these Articles shall be vested in the membership by majority vote in the manner provided for in the Bylaws of this Corporation.

ARTICLE X

DISTRIBUTION OF ASSETS UPON DISSOLUTION: Upon the dissolution 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 any 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 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.