

ND4000010603

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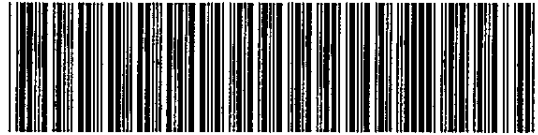
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TALLAHASSEE, FLORIDA

Amend / cc / cus  
@ 2/16/05

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** THE KIWANIS CLUB OF UMATILLA FOUNDATION INC.

**DOCUMENT NUMBER:** N04000010603

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

Please return all correspondence concerning this matter to the following:

MARTHA C HARTMAN

(Name of Contact Person)

HARTMAN, HARTMAN & O'BRIEN P.A.

(Firm/ Company)

537 N UMATILLA BLVD

(Address)

UMATILLA, FL 32784

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

MARTHA C HARTMAN

(Name of Contact Person)

at ( 352 ) 669-5515

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|--|--|---|---|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
05 FEB -9 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

THE KIWANIS CLUB OF UMATILLA FOUNDATION INC.

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

N04000010603

(Document number of corporation (if known))

FILED  
05 FEB -9 PM 3:55  
CLERK 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):**

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be 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)**

ADDITIONAL ARTICLES - NUMBERS VIIII, X AND XI

THESE ADDITIONAL ARTICLES ARE DULY SIGNED AND ATTACHED TO THIS FORM.

(Attach additional pages if necessary)

(continued)

The date of adoption of the amendment(s) was: FEBRUARY 7, 2005

Effective date if applicable: FEBRUARY 7, 2005.  
(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.

Signed this 7TH day of FEBRUARY, 2005.

Signature Ronald D. Monroe

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

RONALD D. MONROE

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**FILING FEE: \$35**

## **Amendment to Articles of Incorporation for The Kiwanis Club of Umatilla Foundation, Inc.**

**This amendment is made to add the following articles:**

### **Article VIII**

This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual.

### **Article X**

In the event of the dissolution of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

1. Any state, a territory, a possession of the United States, or any political Subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes.
2. A corporation, trust, or community chest, fund of foundation:
  - a. Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;
  - b. Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;
  - c. No part of the net earnings of which inures to the benefit of any private shareholder or individual; and
  - d. No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court in the county in which the dissolved corporation had its principal office, upon petition therefore by the attorney General, or any person concerned in the liquidation.

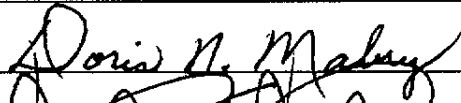
## Article XI

(a) the corporation and its members will at all times abide and be governed and controlled by the Constitution, Bylaws and policies of Kiwanis International now in the force or hereafter from time to time adopted, insofar as any provision of such Constitution and Bylaws may be applicable; (b) the corporation will comply with all such conditions and requirements as Kiwanis International may prescribe; (c) whenever requested by the Board of Trustees of Kiwanis International, the corporation shall dissolve or change its form of organization as may from time to time be requested by said Board; and (d) no amendments to the Articles of Incorporation or corporate bylaws or change in the purpose of the corporation shall be made without the consent of Kiwanis International.

IN WITNESS WHEREOF the persons who are to act in the capacity of first directors of this corporation have hereunto set their hands this 7TH day of FEBRUARY 2005.



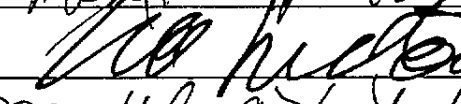
RONALD D. MONROE



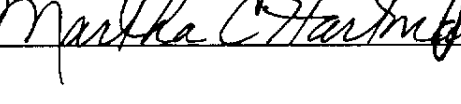
DORIS N. MABRY



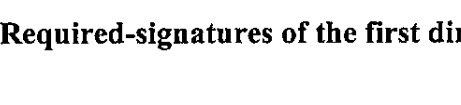
MICHAEL MABRY



ROBERT L. HARTMAN



WILLIAM MILTON



MARTHA C. HARTMAN

(Required-signatures of the first directors)