

N05000004345

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
HANLEY CENTER FOUNDATION, INC.**

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Articles of Amendment
to
Articles of Incorporation
of

Hanley Center Foundation, Inc.

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

N05000004345

(Document Number of Corporation (if known))

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:

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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)

(City)

Florida

(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

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached

[illegible]

The date of each amendment(s) adoption: 6-13-12
(date of adoption is required)
Effective date if applicable: July 1, 2012
(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 6-13-12

Signature

James Myers
(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)

(Typed or printed name of person signing)
James Myers

(Title of person signing)
Chair, Board of Directors

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION of
HANLEY CENTER FOUNDATION, INC.

Pursuant to the provisions of section 617.1001, Florida Statutes, the undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article III of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

"ARTICLE III.

Prohibited Activities

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, or officers, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof."

SECOND: Article IV of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

"ARTICLE IV

Members

The Corporation shall have no members."

THIRD: Article VIII of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

"ARTICLE VII

Board of Directors

This Corporation shall have three (3) Directors initially. Thereafter the number of Directors shall be increased by the Board of Directors, who may remove any Director(s) at any time, but shall never be less than three (3) nor more than thirty (30)."

FOURTH: Article IX of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

"ARTICLE IX

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended only by vote of the Board if Directors in accordance with the terms of the bylaws."

FIFTH: Article XI of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

"ARTICLE XI

Dissolution

In the event of dissolution, any residual assets of this Corporation shall be distributed as directed by the Board of Directors for one or more exempt purposes specified in Section 501(c)(3) or the Internal Revenue Code of 1986, or corresponding section of any future Internal Revenue law of the United States, or to the federal, or a state, or a local government for exclusively public purposes."

SIXTH: The date of adoption of the amendment was: 6-13-12.

SEVENTH: The amendment was adopted by the sole member of the Corporation as required by the Bylaws.

HANLEY CENTER FOUNDATION, INC.

By James Myers, Chair