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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: SFMHS LIFE SKILLS BOOSTER CLUB, INC.

DOCUMENT NUMBER: N05000010188

Please return all correspondence concerning this matter to the following:

DONALD PAYNE

(Name of Contact Person)

SOUTH FORT MYERS HIGH SCHOOL

(Firm/ Company)

14020 PLANTATION ROAD

(Address)

FORT MYERS FLORIDA 33912

(City/ State and Zip Code)

For further information concerning this matter, please call:

STEVEN ROVELSTAD

(Name of Contact Person)

at ( 239 ) 481-5334

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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**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

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
SFMHS LIFE SKILLS BOOSTER CLUB, INCORPORATED  
A NONPROFIT CORPORATION**

FILED STATE  
SECRETARY OF CORPORATIONS  
07 NOV -5 PM 1:44

We the undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, (Chapter 617, Florida Statutes) do hereby make and adopt the following Amended and Restated Articles of Incorporation:

**Article 1  
NAME**

The name of the Corporation is: SFMHS LIFE SKILLS BOOSTER CLUB, INCORPORATED.

**Article 2  
PRINCIPAL PLACE OF BUSINESS**

The principal office mailing address of the corporation is 14020 Plantation Road, Fort Myers, FL 33912.

**Article 3  
NOT FOR PROFIT**

The Corporation is a corporation not for profit as defined in Chapter 617 of the Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

**Article 4  
DURATION**

The duration of the Corporation is perpetual.

**Article 5  
PURPOSES**

The Corporation is exclusively organized, and shall be operated exclusively for, the following charitable, scientific and educational purposes:

A. To support financially and otherwise the Life Skills Program of South Fort Myers High School and its students in need of assistance, including the provision of Community Based Instruction Services (CBI), educational outing expenses, adoptive educational equipment and classroom supplies.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### **Article 6** **LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but the 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 4 (Purposes) hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### **Article 7** **MEMBERS**

All parents and guardians of students participating in the South Fort Myers High School Life Skills Program, and any individual sincerely interested in the development and support of the South Fort Myers High School Life Skills Program are eligible for membership in the Corporation. The Board of Directors may establish reasonable requirements for any eligible person to maintain membership.

#### **Article 8** **REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 14020 Plantation Road, Fort Myers, Florida, 33912, and the name of its Registered Agent at that address is Donald L. Payne.

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**Article 9**  
**INITIAL BOARD OF DIRECTORS**

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). Directors shall not be compensated for their services as directors. The Voting Members shall elect the Directors at an annual meeting of Voting Members, who shall also serve as the officers of the Corporation as provided by the Bylaws. The Bylaws may provide for ex officio and honorary Directors and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

<b>Name and Office:</b>	<b>Address:</b>
Dan K. Owens, Director and President	1835 Ardskey Way Sanibel, FL 33957
Kimberly A. Bathey, Director, Vice President and Secretary	5214 Tamiami Court Cape Coral, FL 33904
Donald L. Payne, Director and Treasurer	15560 Catalpa Cove Drive Fort Myers, FL 33908

**Article 10**  
**BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**Article 11**  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

**Article 12**  
**NONSTOCK BASIS**

The Corporation is organized and shall be operated on a nonstock basis and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

**Article 13**  
**INDEMNIFICATION**

The Corporation may indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

**Article 14**  
**DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of pursuant to Florida law and exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

**Article 15**  
**EFFECTIVE DATE**

These Amended and Restated Articles of Incorporation shall be effective as of the time and date of the filing with the Secretary of State of Florida.

**Article 16**  
**INCORPORATORS**

The name and address of each Incorporator is as follows:

**Name:**

**Address:**

Steven J. Rovelstad

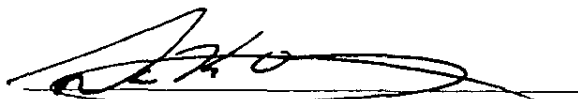
14047 Clear Water Lane  
Fort Myers, FL 33907

**Certificate Pursuant to Section 617.1007 Florida Statutes**

The undersigned, a Florida not for Profit Corporation certifies as follows:

1. The name of the corporation is SFMHS Life Skills Booster Club, Incorporated.
2. These Amended and Restated Articles of Incorporation restate, integrate, and amend in their entirety the provisions of the Corporation's Articles of Incorporation. These Amended and Restated Articles of Incorporation supersede the Articles of Incorporation of the Corporation and any amendments thereto filed prior to the date hereof in their entirety. The foregoing Amended and Restated Articles of Incorporation is the text of the Amendment adopted by the members and board of directors of the Corporation.
3. The foregoing Amended and Restated Articles were approved and s adopted by the members and directors of the Corporation on August 31, 2007. The number of votes cast for the amendment by the members was sufficient for approval.

In Witness Whereof, the undersigned has signed these Amended and Restated Articles of Incorporation and Certificate Pursuant Section 617.1007, F.S. on this 31 day of August, 2007.

  
DAN K. OWENS, President

**Articles of Amendment  
to  
Articles of Incorporation  
of**

SFMHS LIFE SKILLS BOOSTER CLUB

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

N05000010188

(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:

**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)**

Article 2

Article 15

Article 3

Article 4

See attached

Article 5

Amended + Restated

Article 6

Articles of Incorporation

Article 7

Article 8

Article 9

Article 10

Article 11

Article 12

Article 13

Article 14

(Attach additional pages if necessary)  
(continued)

The date of adoption of the amendment(s) was: 10.15.2007

Effective date if applicable: 10.15.2007  
(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.

Signature Steven J. Roovelstad  
(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.)

STEVEN J. ROVELSTAD

(Typed or printed name of person signing)

ORIGINAL INCORPORATOR

(Title of person signing)

**FILING FEE: \$35**