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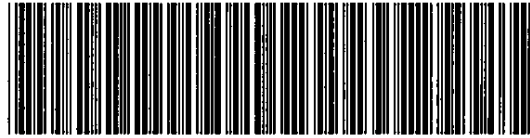
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Original Florida Tourism Education Group, Inc.

DOCUMENT NUMBER: N06000006350

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

Please return all correspondence concerning this matter to the following:

Marc Schnoll, CPA

(Name of Contact Person)

Sexton & Schnoll, Inc.

(Firm/ Company)

4432 NW 23rd Avenue, Suite 8

(Address)

Gainesville, Florida 32606

(City/ State and Zip Code)

For further information concerning this matter, please call:

Cecelia Burris

(Name of Contact Person)

at (352) 336-1001

(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

The Original Florida Tourism Education Group, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

FILED
06 DEC 14 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N06000006350

(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)

See Attachment - Articles of Incorporation Amended 11/28/06

(Attach additional pages if necessary)
(continued)

Articles of Incorporation of THE ORIGINAL FLORIDA TOURISM EDUCATION GROUP, INC.

Article One - Name and Offices

Section 1. Name. The name of the corporation is The Original Florida Tourism Education Group, Inc (herein referred to as OFTEG or the Corporation). It is a nonprofit corporation.

Section 2. Principal Place of Business and Mailing Address. The principal office of the corporation and mailing address shall be located at 2009 NW 67th Place, Suite A, Gainesville, Florida 32653-1603.

Section 3 - Registered Office. The registered office of the OFTEG shall be maintained in the State of Florida, and may be, but need not be, identical with the principal office.

Section 4. Other Offices. The Corporation may have offices at such other places within the State of Florida, as the Board of Directors may from time to time determine, or as the affairs of the Corporation may require.

Article Two - Purpose

Section 1. Purpose. The mission of OFTEG is to educate both citizens and travelers about the natural, historic, and cultural attractions of the north central Florida area, through hospitality industry, citizen, and tourist or traveler education. At the same time, OFTEG will utilize its educational programs to inform citizens and travelers about the value of the natural, historic and cultural resources that support tourism in the area.

OFTEG is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article Three – Membership and Annual Meeting

Section 1: Membership. The members of OFTEG will be the chairman, vice-chair and secretary treasurer. The Original Florida Tourism Task Force, an interlocal agency established pursuant to Section 163.01, Florida Statutes, shall serve as an Advisory Board to OFTEG.

Section 2: Annual Meeting. The general membership shall hold an annual meeting for the purpose of electing the Board of Directors and for the transaction of such other business as may properly come before the meeting. The annual meeting shall be held at a location and time established by the group.

Article Four - Officers and their Duties

Section 1: Board of Directors. The Board of Directors shall consist of three members of the Corporation. An annual meeting of the Board of Directors of the Corporation for the purpose of organization, the election of officers, and transaction of such other business as may properly come before the meeting shall be held immediately following the adjournment of the annual meeting of the members of the Corporation at the place where such meeting was held.

Section 2: Officers. The officers of the Corporation shall consist of a President, a Vice-President, and a Secretary/Treasurer. The officers shall be elected by the general membership of OFTEG.

Section 3: Duties of President. The President shall preside at all meetings of the Corporation. In his/her absence, the Vice-President shall preside. The President shall see that all orders and resolutions of the Corporation are carried into effect. The President may sign and execute, in the name of the Corporation, agreements or other instrument authorized by the Corporation at a meeting held by the Corporation where a quorum was present.

Section 4: Duties of Vice-President. At the request of the President or in his/her absence or disability, the Vice-President shall perform all the duties of the President.

Section 5: Duties of the Secretary/Treasurer. The Secretary/Treasurer shall duly record the proceedings of all meetings; and shall periodically review the financial condition of the Corporation, rendering a statement of same to the Task Force at least twice a year.

Section 6: Term of Office. The terms of the officers shall be for two year.

Section 7: Quorum. A majority of the Officers shall constitute a quorum at any regular or special meeting. A quorum must be present to transact the business of the Corporation. Transactions shall be by the majority vote of the Officers. Decisions and actions shall be taken in accordance with the powers granted by the by-laws of the Organization.

Article Five - General Provisions

Section 1. Fiscal Year. The fiscal year of the Corporation shall be from October 1 to September 30 of each year.

Section 2. Management. The Officers shall determine the policies of the Corporation in accordance to its purposes and by-laws. The Officers shall direct and supervise the affairs of the Corporation, its committees, activities and pursuits. The Officers are authorized to do everything and anything reasonably and lawfully necessary, suitable and convenient to achieve the purposes for which the Corporation is organized.

Section 3. Fiscal Agent. The OFTEG shall enter into a contract with the North Central Florida Regional Planning Council (Council) who, on behalf of the OFTEG, shall be the administrative entity and shall have the right to receive and accept in furtherance of OFTEG functions, funds, grants, and services from federal, state and local governments or their agencies and contributions from private and community sources, and shall expend therefrom such sums of monies as shall be deemed necessary from time to time for the attainment of its objectives. The Council will establish financial records for the purpose of tracking revenues and expenditures for OFTEG. Such records shall be kept in the same manner as all other transactions of the Council. OFTEG funds may not be commingled with other funds of the Council and are required to be maintained in a separate bank account.

Section 4. Amendments. These Articles of Incorporation may be altered, amended or repealed, or new **Articles** adopted, by affirmative vote of two thirds of the Corporation. Copies of the proposed amendments must be provided to the Corporation at least one month prior to the meeting.

Section 5. Receipt of Funds. The Corporation has the power to solicit, collect and receive money; securities, property, goods and services. Donations, grants, gifts, bequests, payments, moneys, fees or charges may be received from any person, trust or corporation and from public or private sources.

Article Six - Election as a Section 501(c)(3) Corporation

Section 1. Educational and Civic Purpose. The Corporation is organized for exclusively for educational and civic purposes, including, for such purposes, the making of distributions to organizations that qualify

as exempt organizations under sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code ("Code") (or the corresponding provisions of any future United States Internal Revenue Code).

Section 2. Prohibition of Distribution of Earnings and Participation in Political Activities. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers, 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 purposes. 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 or in opposition to any candidate for public office. 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 501(c)(3) of the Code, or corresponding section of any future federal tax code, or

B. by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Dissolution. Upon the dissolution of the Corporation, the 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 religious, charitable, educational, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Code as the Officers shall determine, or to federal, state, or local governments to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, such as the Court shall determine, which are organized and operated exclusively for such purposes, or to such governments for such purposes.

Articles of Incorporation
Adopted June 13, 2006
Amended November 28, 2006

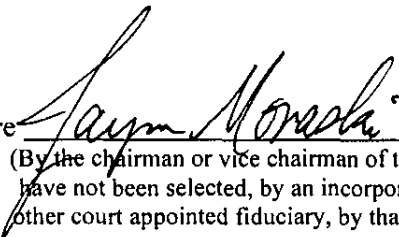
The date of adoption of the amendment(s) was: 11/28/06

Effective date if applicable: 11/28/06
(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



(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.)

Jayne Moraski

(Typed or printed name of person signing)

Secretary Treasurer

(Title of person signing)

FILING FEE: \$35