

ND6000012881

BISHOP, ROSASCO & CO.  
Certified Public Accountants  
25000 Overseas Hwy. P.O. BOX 42-1075  
Summerland Key, FL 33042

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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07 JUL 17 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
of  
ND6000012881



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 26, 2007

BISHOP ROSASCO & CO.  
P.O. BOX 42-1075  
SUMMERLAND KEY, FL 33042

SUBJECT: BIG PINE AND LOWER KEYS ROTARY FOUNDATION, INC.  
Ref. Number: N06000012881

We have received your document for BIG PINE AND LOWER KEYS ROTARY FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain  
Document Specialist

Letter Number: 307A00041712

RECEIVED  
07 JUL 17 AM 8:00  
DIVISION OF CORPORATIONS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Big Pine - Lower Keys Rotary Foundation, Inc.

DOCUMENT NUMBER: No 6 0000 12881

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

Please return all correspondence concerning this matter to the following:

Edie Swinney

(Name of Contact Person)

(Firm/ Company)

25000 Overseas Highway

(Address)

Summerland Key, FL 33062

(City/ State and Zip Code)

For further information concerning this matter, please call:

Edie Swinney

(Name of Contact Person)

at ( 305 ) 745-4077

(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 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
07 JUL 17 PM 1:44

*Big Pine and*

*Lower Keys Rotary Foundation*  
(Name of corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*N 60000 12881*

(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)**

*Articles III, VII, VIII, IX, X, XI, XII and XIII*

(Attach additional pages if necessary)  
(continued)

## **ARTICLES OF INCORPORATION**

### **OF**

#### **BIG PINE AND LOWER KEYS ROTARY FOUNDATION, INC.**

The undersigned, acting as incorporator of a Corporation pursuant to chapter 617, Florida Statutes, adopts the following amended Articles of Incorporation for such corporation:

#### **ARTICLE I. NAME**

The name of the corporation shall be BIG PINE AND LOWER KEYS ROTARY FOUNDATION, INC.

#### **ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and the mailing address of this corporation at the time of incorporation is 25000 Overseas Highway, Summerland Key, Fl 33042.

#### **ARTICLE III. DURATION**

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence on the date these articles of incorporation are filed by the Secretary to State. (12/18/2006)

#### **ARTICLE IV. PURPOSES**

The purpose for which the corporation are organized are:

- A. To further the ideals and tenets of Rotary and provide education, elderly assistance, sponsor Community events, and offer student scholarships, and any other actions which are lawful for a non-profit corporation.
- B. Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under IRC 501(C)(3) or the corresponding provision of any future United States Internal Revenue Law.

## **ARTICLE V. MANNER OF ELECTION**

The Directors of the Foundation will be elected by the Rotary Club Directors. The Rotary Club Directors will be elected by majority vote of the general membership.

## **ARTICLE VI. INITIAL DIRECTORS AND OFFICERS**

List name(s), address(es) and specific title(s):

Richard Fielder, President – 9 Ships Way, Big Pine Key, Fl 33043  
William Tycoliz, Vice President – P.O. Box 212, Summerland Key, Fl 33042  
Captain Jeff Zavatsky, Secretary – 23800 O/S Hwy. Summerland Key, Fl 33042  
Peter Rosasco, Treasurer – 25000 O/S Hwy. Summerland Key, Fl 33042  
Derek Norman, Director – 30677 O/S Hwy. Big Pine Key, Fl 33043  
Edie Swinney, Director – 25000 O/S Hwy. Summerland Key, Fl 33042  
Ken Dartley, Director – 183 Barry Avenue, Little Torch Key, Fl 33042  
Lee Rohe, Director – 25000 O/S Hwy. Summerland Key, Fl 33042

## **ARTICLE VII. NON STOCK BASIS**

This corporation is organized under a non-stock basis.

## **ARTICLE VIII. CORPORATE POWERS**

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes.

## **ARTICLE IX. BY-LAWS**

By-laws will be in hereinafter adopted at the first meeting of the board of Directors. Such By-laws may be amended or repealed, in whole or in part, by the members in the manner provided therein. Any amendments to the By-laws shall be binding on all members of this corporation.

## **ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds (2/3) of a quorum of members of the corporation.

## **ARTICLE XI. DISSOLUTION**

This corporation shall be dissolved and its affairs wound up by two-thirds (2/3) vote of the corporation's voting members or when the objects for which the corporation is organized have been fully accomplished. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in section 501( C )(3) and 170 ( C) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local Government for exclusive public purpose.

## **ARTICLE XII. INDEMNIFICATION OF DIRECTORS AND OFFICERS**

This corporation shall indemnify all Directors and Officers of the corporation as provided in Sections 607.0850 and 617.0831, Florida Statutes: except no indemnity shall be made against gross negligence or willful misconduct. The corporation is authorized to purchase or maintain insurance for indemnification of Directors and Officers as provided herein.

## **ARTICLE XIII. PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 the purpose set forth in Article Four hereof. No substantial part of the activities of the Corporation shall be 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. Notwithstanding any other provisions 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, or the corresponding section of any future Federal Tax Code, or (b) by a Corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

**ARTICLE XIV. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT Accepted) of the registered agent is:

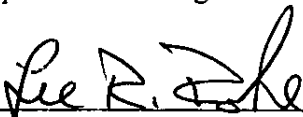
Lee Robert Rohe, Esq.  
25000 Overseas Highway  
Summerland Key, Fl 33042

**ARTICLE XV. INCORPORATOR**

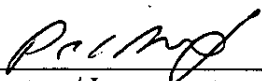
The Name and Address of the Incorporator Is:

Peter Rosasco, CPA  
25000 Overseas Highway  
Summerland Key, Fl 33042

.....  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/ Registered Agent

6-18-07  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/ Incorporator

6-18-07  
\_\_\_\_\_



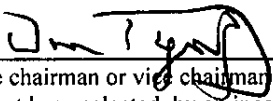
The date of adoption of the amendment(s) was: 6-18-07

Effective date if applicable: \_\_\_\_\_  
(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.)

William Tycoliz

(Typed or printed name of person signing)

V- Pres

(Title of person signing)

**FILING FEE: \$35**