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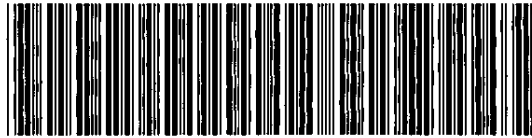
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT -4 PM 2:31

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Big Pine and Lower Keys Rotary foundation, Inc.

DOCUMENT NUMBER: N60000 12881

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

Please return all correspondence concerning this matter to the following:

E. Swinney
(Name of Contact Person)

(Firm/ Company)

P.O. Box 1075
(Address)

Summerland Key, Fl. 33042
(City/ State and Zip Code)

For further information concerning this matter, please call:

E. Swinney at (305) 745-4077
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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

Ch #12349

Big Pine and Lower Keys Rotary foundation, Inc
(Name of corporation as currently filed with the Florida Dept. of State)

N 600012881

Article IV

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DIVISION OF CORPORATIONS

(Attach additional pages if necessary)
(continued)

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 purposes for which the corporation are organized are:

“The said organization will carry on activities which are exclusively religious, charitable, scientific, literary, educational, or for the prevention of cruelty to children or animals within the meaning of section 170 (c) (2).”

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.

The date of adoption of the amendment(s) was: 10-1-07

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

Richard J. Fielder

(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.)

Richard J. Fielder

(Typed or printed name of person signing)

Pres.

(Title of person signing)

FILING FEE: \$35