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TALLAHASSEE, FLORIDA

Amendment

5/4/07

Dc

**GINNIE
VAN KESTEREN**
Attorney at Law

April 27, 2007

Florida Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Phoenix Venture Philanthropy Foundation, Inc.
Document Number: N060000130SS

Dear Sir or Madam:

The enclosed Amended Articles of Incorporation are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ginnie Van Kesteren, Esq.
Ginnie Van Kesteren, PA
535 Central Avenue, Suite 402
St. Petersburg, FL 33701

For further information concerning this matter, please call:

Ginnie Van Kesteren, Esq. at 727.898.9669

Enclosed is a check for \$43.75 as payment for the filing fee and Certificate of Status.

Thank you.

Very truly yours,



GINNIE VAN KESTEREN

GVK:sct
Enclosure

**AMENDED ARTICLES OF INCORPORATION
OF
PHOENIX VENTURE PHILANTHROPY FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION**

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Non-Profit Corporation adopts the following Amended Articles of Incorporation:

**ARTICLE ONE
Name**

The name of the Corporation is PHOENIX VENTURE PHILANTHROPY FOUNDATION, INC.

**ARTICLE TWO
Principal Office and Address**

The address of the principal office of the corporation is 535 Central Avenue, Suite 402, St. Petersburg, FL 33701, and the mailing address of the corporation is the same.

**ARTICLE THREE
Duration**

The term of existence of the Corporation is perpetual; and the corporate existence commenced on the date of filing the original articles by the Department of State.

**ARTICLE FOUR
Purpose**

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Code Sec. 501(c)(3) or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE FIVE
Directors**

The method of election of the directors of the Corporation is set forth in the bylaws.

**ARTICLE SIX
Registered Office and Agent**

The initial registered office of the Corporation shall be located at 535 Central Avenue, Suite 402, St. Petersburg, FL 33701. The initial registered agent of the Corporation at that address shall be Ginnie L. Van Kesteren, PA.

**ARTICLE SEVEN
Incorporators**

The names and residence addresses of the incorporators are:

Name	Address
Norman R. Dobiesz	535 Central Avenue St. Petersburg, FL 33701
Maureen Donovan-Dobiesz	535 Central Avenue St. Petersburg, FL 33701

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ARTICLE EIGHT
Earnings

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private personas, 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 purposes set forth in Article Four 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 or in opposition to 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, 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 NINE
Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

The date of Adoption of the Amended Articles of Incorporation was April 1, 2007. The Amended Articles were adopted by the members and the number of votes cast for the amendment was sufficient for approval.


Maureen Donovan-Dobiesz,
Vice Chairman

This instrument was prepared by
Ginnie Van Kesteren, PA
whose address is
535 Central Avenue, Suite 402
St. Petersburg, FL 33701