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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NO6968
1/23 Amended
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KEVIN D. JURECKO
ELIZABETH A. MARTIN

†CERTIFIED FAMILY MEDIATOR
‡CERTIFIED CIVIL MEDIATOR

SIGSBEE L. SCRUGGS
1898-1983
PARKS M. CARMICHAEL
1909-1994
WILLIAM D. PRIDGEON
1933-1980
MICHELLE VAUGHNS
1946-1982
WILLIAM N. LONG
1920-2003

RETIRED
RAY D. HELPLING
WILLIAM C. ANDREWS

February 16, 2004

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Micanopy Area Recreational Co-Operative, Inc.
Amendment to Articles of Incorporation

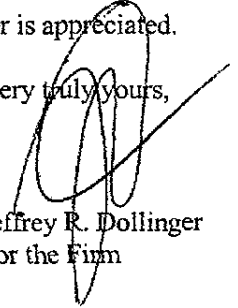
Dear Sir/Madam:

Enclosed for filing is the original Amendment to the Articles of Incorporation for the above corporation. I am enclosing this firm's check in the amount of \$43.75 as follows:

Filing Fee	\$35.00
Certified Copy	<u>8.75</u>
Total	\$43.75

Your prompt attention in this matter is appreciated.

Very truly yours,


Jeffrey R. Dollinger
For the Firm

JRD/lkr

enc.: original Amendment to Articles of Incorporation
Check # 7236 = \$43.75

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
MICANOPY AREA RECREATIONAL CO-OPERATIVE, INC.
a Florida Corporation**

FILED
04 FEB 17 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby amend the Articles of Incorporation for Micanopy Area Recreational Co-Operative, Inc., a Florida corporation, formally known as Stanley E. Strobles Recreation Boosters Incorporated, and adopt the following as the Amendments to the Articles of Incorporation:

1. **Article II as originally expressed in the Articles of Incorporation filed with the Secretary of State of the State of Florida on January 4, 1985, is hereby amended, and Article II as amended shall hereafter include the following corporate purpose:** The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
2. **Article XII is hereby added to the Articles of Incorporation filed with the Secretary of State of the State of Florida on January 4, 1985, and Article XII of the Articles of Incorporation shall hereafter provide as follows:** Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all 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 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any

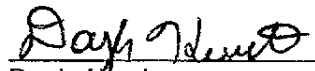
such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

3. **Approval of these amendments to the Articles of Incorporation filed with the Secretary of State of the State of Florida on January 4, 1985:** This amendment for the Articles of Incorporation was approved and adopted as required by Article X of the Articles of Incorporation filed with the Secretary of State of the State of Florida on January 4, 1985, and this amendment has been approved by 100% of the Board of Directors, and by 100% of the Membership, both approvals being received at a corporate meeting and vote held for that purpose, and the corporate meeting and vote were held more than 14 days after these proposed amendments were circulated to the membership of this corporation.

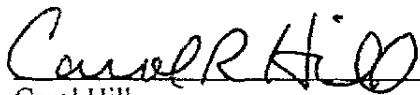
IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Articles of Incorporation on the date of each signature below.


Robert D. Jones
President and Director

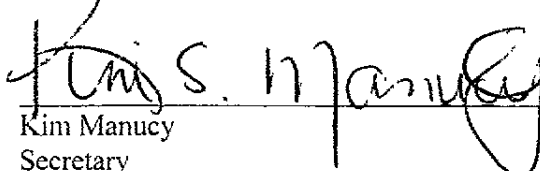
1/30/04
date signed


Doyle Hewitt
Vice-President and Director

1/30/04
date signed


Carol Hill
Treasurer and Director

1/30/04
date signed


Kim Manucy
Secretary

1/30/04
date signed