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Amend

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Lady Lake Historical Society, Inc.

DOCUMENT NUMBER: N07000003313

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

Please return all correspondence concerning this matter to the following:

Lowell Saxton, President

(Name of Contact Person)

Lady Lake Historical Society, Inc.

(Firm/ Company)

Post Office Box 1486

(Address)

Lady Lake, FL 32159

(City/ State and Zip Code)

For further information concerning this matter, please call:

Shirley R. Kimmons

(Name of Contact Person)

at (352) 753-4925

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

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☐ \$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

Lady Lake Historical Society, Inc
(Name of corporation as currently filed with the Florida Dept. of State)

N07000003313

(Document number of corporation (if known))

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TALLAHASSEE, FLORIDA

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**)

Article III. Purpose: Amended to comply with IRS Code

Article IV. Manner of Election: Amended

Article VIII. Membership: Added

Article IX. Bylaws: Added

Article X. Amendments to Articles: Added

Article XI. Conflict of Interest Policy: Added to
comply with Section 501(c)(3) of IRS code.

Article XII. Dissolution of Corporation: Added to
comply with Section 501(c)(3) of IRS code

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: 05/24/2007

Effective date if applicable: 05/24/2007
(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 Lowell Saxton
(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.)

Lowell Saxton
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

AMENDED AND RESTATED

**ARTICLES OF INCORPORATION
OF THE
LADY LAKE HISTORICAL SOCIETY, INC.**

We, the undersigned, a majority of whom are citizens of the United States of America, hereby form ourselves and our successors into a not-for-profit corporation under the corporate name of Lady Lake Historical Society, Inc., and hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this Corporation shall be LADY LAKE HISTORICAL SOCIETY, INC.

ARTICLE II. PRINCIPAL OFFICE

The place in this state where the principal office of the Corporation is to be located is the Town of Lady Lake, Lake County, Florida, United States of America.

ARTICLE III. PURPOSE

The general purpose and object of this Corporation is to preserve the past for the benefit of the future by promoting, encouraging, aiding and assisting in the collection, preservation, protection and exhibition of photographs, paintings, documents, relics and other artifacts and memorabilia relating to the history of the Town of Lady Lake and surrounding communities. This Corporation is organized exclusively for charitable and educational purposes, and qualifies as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The term for which this Corporation shall exist shall be perpetual.

ARTICLE IV. MANNER OF ELECTION

The Board of Directors of the Corporation shall consist of seven persons, including the Officers and Directors, who shall be elected annually by the general membership and who shall manage the affairs of the Corporation. A minimum of four members of the Board of Directors is required to constitute a quorum.

ARTICLE V. INITIAL OFFICERS AND/OR DIRECTORS

The names and addresses of the persons who are the Officers and Directors of the Corporation are as follows:

Name and Office	Address
Lowell Saxton, President	326 Ivanhoe Circle Lady Lake, FL 32159
Paul Anderson, Vice President	2625 Griffin View Drive Lady Lake, FL 32159
Shirley Kimmons, Secretary	113 Rosemary Avenue Lady Lake, FL 32159
Theodora Kecskes, Treasurer	39220 Treeline Drive Lady Lake, FL 32159
Pat Carter, Director	1859 West Schwartz Boulevard Lady Lake, FL 32159
Helen Cottom, Director	327 Ivanhoe Circle, Lady Lake FL 32159
Randa Robinson-Anderson, Director	201 East Lady Lake Boulevard Lady Lake, FL 32159

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of this corporation shall be Shirley Kimmons, Secretary, whose street address is 113 Rosemary Avenue, Lady Lake, Florida 32159.

ARTICLE VII. INCORPORATOR

The incorporator for this corporation shall be Lowell Saxton, President, whose street address is 326 Ivanhoe Circle, Lady Lake, Florida 32159.

ARTICLE VIII. MEMBERSHIP

The membership of this Corporation shall consist of all persons who are interested in the purpose of the Corporation and pay such annual dues as may be fixed by the by-laws. Memberships shall be available to organizations, individuals, families and students under twenty-one years of age.

ARTICLE IX. BYLAWS OF THE CORPORATION

The Board of Directors shall make, alter, amend or rescind the bylaws of the Corporation.

ARTICLE X. AMENDMENTS TO ARTICLES OF INCORPORATION

These articles of incorporation may be amended by a majority vote of the members present and voting at the official annual meeting of the Corporation, or at any special meeting of the membership called for that purpose, provided reasonable notice of the meeting has been given or advertised.

ARTICLE XI. CONFLICT OF INTEREST POLICY

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 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 purposes set forth in Article Three 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) and 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 XII. DISSOLUTION OF CORPORATION

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 as follows: funds in accounts shall be paid to the Kiwanis Club of Lady Lake, also known as Kiwanis International Florida District Division 9, Club K10298; artifacts or documents owned by the Lady Lake Museum shall be distributed to other local museum(s) or the Town of Lady Lake Library; artifacts or documents on loan to the Lady Lake Museum shall be returned to their original owners as stipulated in loan agreements; all other property or assets 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.

In witness whereof, we have hereunto subscribed our names this 6th day of June, 2007.

Lowell Saxton, President

Lowell Saxton

Paul Anderson, Vice President

Paul Anderson

Shirley Kimmons, Secretary

Shirley Kimmons

Theodora Kecskes, Treasurer

Theodora Kecskes

Pat Carter, Director

Patricia Carter

Helen Cottom, Director

Helen Cottom

Randa R. Anderson, Director

Randa R. Anderson