

NO7000011846

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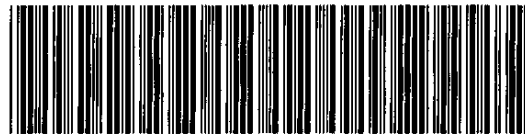
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BALDA FAMILY FOUNDATION, INC.

DOCUMENT NUMBER: N07000011846

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

Please return all correspondence concerning this matter to the following:

HEATHER MCDONOUGH

(Name of Contact Person)

BERMAN HOPKINS WRIGHT & LAHAM, CPAS AND ASSOC.

(Firm/ Company)

2235 SUMMER BROOK ST.

(Address)

MELBOURNE, FL 32940

(City/ State and Zip Code)

For further information concerning this matter, please call:

HEATHER MCDONOUGH

(Name of Contact Person)

at (321) 757-2020

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <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

BALDA FAMILY FOUNDATION, INC.

N07000011846

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: 12/20/07

Effective date if applicable: 12/20/07
(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

R. A. Balda

(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.)

RICARDO A. BALDA

(Typed or printed name of person signing)

DIRECTOR, INCORPORATOR

(Title of person signing)

FILING FEE: \$35

AMENDED ARTICLES OF INCORPORATION
OF
Balda Family Foundation

ARTICLE I
NAME

The name of this corporation is
Balda Family Foundation, Inc.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of:

1. The Corporation is organized exclusively to provide cash contributions to various charitable organizations.
2. No part of the earnings of the Corporation shall inure the benefit of, or be distributable to its 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 purposes set forth in these Articles of Incorporation.
3. 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 and distribution of statements) any political campaign on behalf of any candidate for public office.
4. 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, (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal

Revenue Code, or (c) by a non-profit corporation organized under the laws of the State of Florida pursuant to the provisions of Chapter 617, Florida Statutes.

5. Notwithstanding any other provision of these Articles of Incorporation, if this Corporation shall be, or shall be deemed to be in any one year, a "private foundation" as described in §509(a) of the Code, then the Corporation shall make distributions in each taxable year at such time and in such manner as not to subject the Corporation to taxation under §4942 of the Code; and the Corporation is expressly prohibited from engaging in any act of "self-dealing" as defined in §4941(d) of the Code, retaining any "excess business holding" as defined in §4943(c) of the code, making any investments in such manner as to subject the Corporation to taxation under §4944 of the Code, and making any taxable expenditures as defined in §4945(d) of the Code.
6. 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes. 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.

ARTICLE IV **MEMBERS AND DIRECTORS**

The qualifications of members and directors and the manner of admission of members together with the manner of election or appointment of directors shall be regulated by the bylaws.

ARTICLE V **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 8035 Spyglass Hill Road, Melbourne, FL 32940 and the name of the initial registered agent is James S. LaHam, CPA.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have five directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than three. The names and addresses of the initial directors of this corporation are:

KATHY M. MILLS

3347 Peninsula Circle, Melbourne, FL 32940

RICARDO A. BALDA

4 Marina Isles Blvd., Unit 301, Indian Harbor Beach, FL 32937

DANIEL A. BALDA

250 Lansing Island Drive, Indian Harbor Beach, FL 32937

ANTHONY J. BALDA

2002 Woodfield Circle, West Melbourne, FL 32904

RICHARD E. BALDA

5480 Sand Lake Dr., Melbourne, FL 32934

ARTICLE VII
INCORPORATION

The name and address of the person signing these articles are:

Ricardo A. Balda

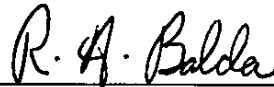
4 Marina Isles Blvd., Unit 301

Indian Harbor Beach, FL 32937

ARTICLE IX
AMENDMENTS

This corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto; by a majority vote of the Board of Directors, and any right conferred upon the members subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 20th day of December, 2007.

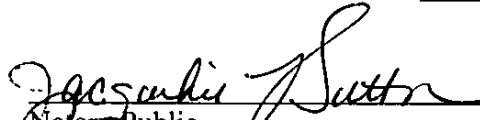


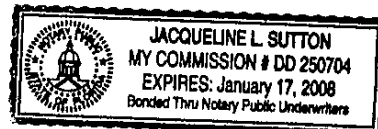
Ricardo A. Balda
Subscriber

STATE OF FLORIDA
COUNTY OF BREVARD

I HERBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Ricardo A. Balda to me known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and state named above this 20th day of December, 2007.


Notary Public



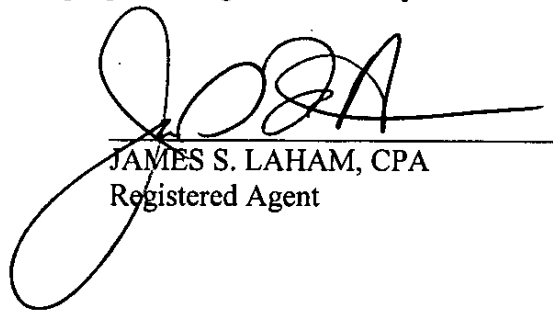
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following are submitted:

That Balda Family Foundation., desiring to organize under the laws of the State of Florida, with its principal office at 8035 Spyglass Hill Road, Melbourne, FL 32940, and named JAMES S. LAHAM, CPA as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act on this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


JAMES S. LAHAM, CPA
Registered Agent