

N08000001250

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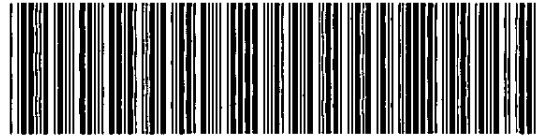
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SECRETARY OF STATE
TALLAHASSEE, FL 09101

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Banks Descendants Achievers Club, INC.

Document# N08000001250

EIN: 26-1829494

April 24, 2008
Geneva B. Doby
2016 NW 31st Place
Gainesville, Fl. 32605
352-375-5485
genevadoby@bellsouth.net

Florida Department of State,

The Banks Descendants Achievers Club would like to amend the Articles of Incorporation as per attachments. Our date of amendment was February 17, 2008. The EIN # is EIN 26-1829494.

We greatly appreciate your consideration upon this matter.

A handwritten signature in black ink, appearing to read "Geneva B. Doby", with a stylized flourish at the end.

Geneva B. Doby, Director/Treasurer

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Banks Descendants Achievers Club, Inc.

DOCUMENT NUMBER: N08000001250

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

Please return all correspondence concerning this matter to the following:

Geneva B. Doby

(Name of Contact Person)

Banks Descendants Achievers Club, Inc.

(Firm/ Company)

2016 N.W. 321st Place

(Address)

Gainesville, FL 32605

(City/ State and Zip Code)

For further information concerning this matter, please call:

Geneva B. Doby

(Name of Contact Person)

at (352) 375-5485

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input 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 checked="" 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

**Articles of Amendment
to
Articles of Incorporation
of**

Banks Descendants Achievers Club, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N08000001250

(Document number of corporation (if known))

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)**

See attachments: Added Articles VIII to Article XIV

Change Officer

Doby, Geneva B. to D/T (T used on original)

2016 N.W. 3rd PC

Gainesville, FL 32605

Conflict of Interest Policy Statement

EIN-26-1829494

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TALLAHASSEE, FLORIDA

Amendments to **ARTICLES OF INCORPORATION**
In Compliance with Chapter 617, F.S., (Not for Profit)

Document# N08000001250

EIN: 26-1829494

1.

ARTICLE I NAME

The name of the corporation shall be:

Banks Descendants Achievers, Inc.

ARTICLE I (a) Effective Date of Incorporation-01-25-2008

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2016 N.W. 31st Place

Gainesville, FL 32605

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To operate for charitable and educational purposes, including, but not limited to monetary and personal contributions to needy students

And disabled persons, and engage in other philanthropic purposes, the members deem necessary. To teach youth life skills

and promote civic and community involvement. To promote and encourage educational acquisition among the youth of the community.

PURPOSE OF INCORPORATION-To establish the reason of existence of the Banks Descendants Achievers Club, Inc., for the State of Florida.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The members shall elect the officers of the corporation on a bi-annual basis as set by the By-Laws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name (s), address (es) and specific title (s):

P

Banks, Patricia
621 N.W. 192nd Ave.
Gainesville, FL
32609, US

VP

Banks, LaTonya
621 N.W. 192nd Ave.
Gainesville, FL
32609, US

S

Durant, Angela
15825 N.E. 12th Terrace
Gainesville, FL
32609, US

D/T

Doby, Geneva B.
2016 N.W. 31st Place
Gainesville, FL
32605, US

VT

McDonald, Njina
1236 N.E. 16th Place
Gainesville, FL
32609, US

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Geneva B. Doby
2016 N.W. 31st Place
Gainesville, FL 32605

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Geneva B. Doby
2016 N.W. 31st Place
Gainesville, FL 32605

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Signature/Incorporator

Date 02/04/2008

Date 02/04/2008

Amendments to ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

Document# N08000001250

EIN: 26-1829494

2.

ARTICLE VIII EXECUTIVE BOARD

The Executive Board shall consist of officers of the corporation.

ARTICLE IX BY-LAWS

SECTION I. The membership of the corporation shall provide by-laws for the conducting of its business and carrying out of its purposes.

SECTION II. The by-laws of the corporation may be amended by a two third majority vote of the members in good standing at the bi-annual meeting and at any meeting of the corporation provided that two weeks notice of the meeting and the proposed amendment (s) have been given to the members.

ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended only at a special meeting called for that purpose by a majority vote of members in good standing.

ARTICLE XI QUALIFICATIONS OF MEMBERS

A) MEMBERS-The membership of this Corporation will include students and parents who are willing to be dedicated to educational development; life skill development; civic and community service.

Students and parents must participate at monthly meetings and tutoring sessions.

Parents must be willing to talk with school officials about identified concerns of students.

Members must be willing to participate in charitable fundraising projects.

Membership is extended by public announcement.

The voting rights and privileges of each member are equal. Each member has one vote.

B) CONFLICT OF INTEREST- Will be resolved as per policy set in by-laws. (see attachment)

ARTICLE XII TERM OF EXISTENCE

This corporation is to have a perpetual existence.

ARTICLE XIII NON-PROFIT STATUS

No part of the net earnings of the corporation shall be used to benefit or be distributable to its members, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and make payments and contributions in furtherance and purposes set forth in ARTICLE III HERE OF.

ARTICLE XIV DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this corporation, all of the assets remaining after payment of all costs and expenses of such dissolution shall be distributed to corporations which have qualified for exemption under SECTION 501 (c) (3) of the Internal revenue Code, or to the Federal Government, or to a state or local government, or a public purpose, and none of the assets will be distributed to any member, officer, or trustee of the corporation.

ARTICLE X1 QUALIFICATION OF MEMBERS

B) CONFLICT OF INTEREST POLICY STATEMENT:

All trustees, officers, agents, and employees of the Banks Descendants Achievers Club, Inc. shall disclose all real or apparent conflicts of interest that they discover or that have been brought to their attention in connection with the Banks Descendants, Inc. activities. "Disclosure" shall mean providing properly, to the appropriate person, a written description of the facts comprising the real or apparent conflict of interest. An annual disclosure statement shall be circulated to trustees, officers, and certain identified agents and employees to assist them in considering such disclosures, but disclosure is appropriate and required whenever conflicts of interest may occur. The written notices of disclosures shall be filed with the board chair or such other person designated by the board chair to receive such notifications. At the meeting of the top governing body, all disclosures of real or apparent conflicts of interest shall be noted for the record in the minutes.

An individual trustee, officer, agent, or employee who believes that he or she or an immediate member of his or her immediate family might have a real or apparent conflict of interest, in addition to filing a notice of disclosure, must abstain from:

1. Participating in discussion or deliberations with respect to the subject of the conflict (other than to present factual information or answer questions).
2. Using his or her personal influence to affect deliberations.
3. Making motions.
4. Voting.
5. Executing agreements or
6. Taking similar actions on behalf of the organizations where the conflict of interest might pertain by law, agreement, or otherwise.

At the discretion of the top governing body or a committee thereof, a person with a real or apparent conflict of interest may be excused from all or any portion of discussion or deliberations with respect to the subject of the conflict.

A member of the top governing body or a committee thereof, who, having disclosed a conflict of interest, nevertheless shall be counted in determining the existence of a quorum at any meeting in which the subject of the conflict is discussed. The minutes of the meeting shall reflect the individual's disclosure, the vote thereon, and the individual's abstention from participation and voting.

The board chair shall ensure that all trustees, officers, agents, employees, and independent contractors of the organization are made aware of the Banks Descendants Achievers Club, Inc. policy with respect to conflicts of interest. (See attachment for conflict of interest Disclosure Annual Reporting Statement).

The date of adoption of the amendment(s) was: February 17, 2008

Effective date if applicable: January 25, 2008

(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 Geneva B. Doby
(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.)

Geneva B. Doby

(Typed or printed name of person signing)

Director

(Title of person signing)

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TALLAHASSEE, FLORIDA

FILING FEE: \$35