M08000008040

(Requestor's Name)	
(Address)	
(Address)	
(City/State/Zip/Phone #)	
PICK-UP WAIT MAIL	
(Business Entity Name)	
(Document Number)	
Certified Copies Certificates of Status	
Special Instructions to Filing Officer:	
	.,

Office Use Only



400436461384

09/13/24--01018--009 **35.00

2024 SEP 13 PM 4: 25 SECRETARY OF STATE

COVER LETTER

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

SUBJECT: Pe	eace River Botanical		ardens, Inc.				
CORPORATE NAME							
Enclosed are an o	original and one (1) copy of the rest	ated articles of incorpora	ation and a check for	: 1			
€ \$35.00 Filing Fe		☐ \$43.75 Filing Fee & Certified Copy ADDITIONAL CO	S52.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED				
FROM:	Tanna Horner	(Printed or typed)	SECRETA	2021 SEP 13 PH 1: 25			
5800 Riverside Drive							
Address							
Punta Gorda, FL 33962							
	City,	State & Zip					
	941-621-8299						
Daytime Telephone number							
thorner@peacerivergardens.org							
-	E-mail address: (to be used	for future annual report n	otification)				

NOTE: Please provide the original and one copy of the document.

Amended and Restated Articles of Incorporation of Peace River Botanical & Sculpture Gardens, Inc.

These Amended and Restated Articles of Incorporation are prepared and filed pursuant to the provisions of the Florida Not-For-Profit Corporation Act.

ARTICLE I NAME

The name of the corporation is Peace River Botanical & Sculpture Gardens, Inc. (the "Corporation").

ARTICLE II ADDRESS

The address of the principal office of the Corporation is 5800 Riverside Drive, Punta Gorda, FL 33982.

ARTICLE III PURPOSE

The Corporation is organized exclusively for charitable, scientific or educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) (the "Internal Revenue Code"), and, in furtherance of these purposes, the Corporation may:

- (a) Raise funds from the public and from all other sources available; receive and maintain such funds and expend principal and income there from.
- (b) Acquire, own, use, lease as lessor or lessee, convey and otherwise deal in and with real and personal property and any interest therein.
- (c) Contract with other organizations for-profit and not-for-profit, with individuals, and with governmental agencies.
- (d) Otherwise operate exclusively for charitable, scientific, or educational purposes, within the meaning of § 501(c)(3) of the Internal Revenue Code, in the course of which operation:
 - i. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any private shareholder or individual, 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 herein.

Peace River Botanical & Sculpture Gardens
Amended and Restated Articles of Incorporation
July XX, 2024
Page 2 of 3

- ii. 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 except as authorized by the Internal Revenue Code.
- iii. Notwithstanding any other provisions 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 § 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code.

ARTICLE IV MEMBERSHIP

The Corporation shall not have members.

ARTICLE V DURATION

The Corporation shall have perpetual existence unless and until it shall be dissolved in accordance with law.

ARTICLE VI DIRECTORS

The board of directors shall at all times consist of at least three (3) directors. The number, qualifications, and manner of election or appointment of directors shall be as set forth in the Bylaws.

ARTICLE VII AMENDMENTS

These Articles of Incorporation may be amended only by the affirmative vote of a majority of the members of the Board of Directors then serving at the annual meeting of any regular or special meeting of the board; provided that the full text of the proposed amendment shall have been published in or with the notice of the meeting.

ARTICLE VIII REGISTERED OFFICE AND AGENT

The address of the registered office of the Corporation is 5800 Riverside Drive, Punta Gorda, FL 33982. The name of the registered agent at that address is Tanna Horner.

Peace River Botanical & Sculpture Gardens
Amended and Restated Articles of Incorporation
July 23 2024
Page 3 of 3

ARTICLE VIII REGISTERED OFFICE AND AGENT

The address of the registered office of the Corporation is 5800 Riverside Drive, Punta Gorda, FL 33982. The name of the registered agent at that address is Tanna Horner.

ARTICLE IX DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the Corporation, shall distribute all of the assets of the Corporation 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 distribute the assets 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, the undersigned has executed these Articles of Incorporation this 23rd day of July, 2024.

PEACE RIVER BOTANICAL & SCULPTURE GARDENS, INC.

By: Mark

Corporate S

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

<u> </u>	a, r da remirie,	and bury briting by the un rive.	
Example: X_Change	PT John	Doc	
X Remove	<u>V</u> <u>Mike</u>	<u> Jones</u>	
X Add	<u>SV</u> <u>Sally</u>	· Smith	
Type of Action (Check One)	<u>Title</u>	Name	<u>Addres</u> s
1) X Change	PICEO	TANNA HORNER	5800 Riverside Dr
Add	·		Punta Gorda IIC
Remove			33982
2) X Change	T/600	Adam Sichler	5 Mar
Add			
Remove			
3) Change	_5_	Chen Alderdice	SAme
Add			
Remove			-
4) _X_ Change	<u>c/o</u>	William Klossner	Sme
Add			
Remove			
5) X Change	VelD	William Tucken	Same 3
Add	·		TH SED
Remove			
6) Change			SS P 1
Add			₩w = *=*
Remove			一 25

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
Name: Tanna Horner
Address: 5800 Riverside Dr.
Punta Gorda, FL 33982
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
Tanna Holiner 919124
Required Signature/Registered Agent Date
ARTICLE VI ARTICLE CONSOLIDATION
These adopted restated articles of incorporation supersede the original articles of incorporation and
all amendments to them.
ARTICLE VII REQUIRED ADOPTION INFORMATION
Adoption of Amendment(s) (CHECK ONE)
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was, and
These restated articles of incorporation contain an amendment to the articles of incorporation which
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was, and the votes cast were sufficient for approval
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was, and
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was, and the votes cast were sufficient for approval
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was
These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was

ARTICLE VIII EFFECTIVE DATE:			
Effective date, if other than the date of filing:	JULY	23, 2024	(OPTIONAL)
(If an effective date is listed, the date must be	e specific a	ind cannot be mo	ore than 90 days after the filing.

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

EFALLAHASSEE, FL