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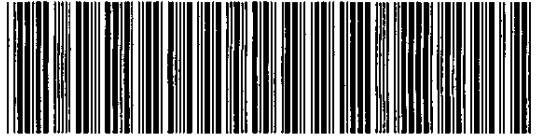
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2009 APR 28 AM 8:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
SL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Lemon Bay Wrestling Boosters, Inc.

DOCUMENT NUMBER: N08000011201

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

Please return all correspondence concerning this matter to the following:

LeAnn Stern
(Name of Contact Person)

Lemon Bay Wrestling Boost
(Firm/ Company)

720 Orchard Lane
(Address)

Englewood, FL 34223
(City/ State and Zip Code)

For further information concerning this matter, please call:

LeAnn Stern at (941) 270-2419
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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

Lemon Bay Wrestling Boosters, Inc.

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

N08000011201

(Document Number of Corporation (if known))

FILED
2009 Apr 28 AM 9:43
SECRETARY OF STATE
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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

see attached sheets

[illegible]

AMENDED
ARTICLES OF INCORPORATION
Of

LEMON BAY WRESTLING BOOSTERS, INC.
A Not for Profit Florida Corporation

The undersigned incorporator has executed these Articles of Incorporation for the purpose of incorporating a Florida not for profit corporation as set forth in Chapter 617 of the Florida Statutes and adopts the following Articles of Incorporation for such corporation:

ARTICLE I. – NAME

The name of this corporation is **LEMON BAY WRESTLING BOOSTERS, INC.**

ARTICLE II. – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 62 Mark Twain Lane, Rotonda West, FL 33947

ARTICLE III. - PURPOSES

- A. General Objects and Purposes. The objects and purposes for which this corporation is established are solely for those exempt purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1954, and specifically do not include pecuniary profit, gain or private advantage for the incorporators, directors, officers, or for the corporation, and it is organized solely for charitable, educational and athletic purposes. No part of the assets or income of the corporation shall inure to the benefit of any private individual, no substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, nor intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding that, this corporation shall be authorized to and shall make reasonable charges for any services rendered by it or for materials or publications furnished by it, all funds received by this corporation for its services, materials, or publications or otherwise in excess of the cost of its operation shall be held in trust for the accomplishment of its objects and purposes. Such objects and purposes may include, insofar as they are within the limitations of Section 501(c)(3) of the Internal Revenue Code of 1954, and the general nature of the business of the corporation shall be:
1. The purpose of LEMON BAY WRESTLING BOOSTERS, INC. is to promote the development of the Lemon Bay High School Wrestling Team by providing additional support such as equipment, training, instruction, coaching and organization during the regular wrestling season and off-season including off-season leagues not affiliated with the high school.
 2. To aid, support and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for

charitable, educational or athletic purposes, no part of the net earnings of which inures to the benefit of any private individual, and no substantial part of the activities of which is carrying on of propaganda, or otherwise attempting to influence legislation.

3. To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, institutions, foundations, or governmental bureaus, departments or agencies.
- B. Powers. Subject to the limitations on powers set forth in the next succeeding paragraph hereof, the corporation shall have and exercise all powers necessary for, incidental to, desirable for, or useful or convenient in carrying out its objects and purposes. These powers, except as so expressly limited hereafter, shall include, but shall not be limited to, the following:
 1. To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purposes above mentioned.
 2. To borrow and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations, for monies borrowed, or in payment for property acquired or for any purposes of the corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon assignment of or agreement in regard to all or any part of the property rights or privileges of the corporation.
 3. To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the corporation's Board of Directors shall deem advisable and as may be permitted by law.
 4. To purchase, contract for, or otherwise acquire in any manner, to hold, own and to sell, lease, rent, mortgage, pledge and otherwise dispose of or encumber any and all classes of property whatsoever, whether real, personal or mixed, or any interest therein, and to develop, improve, subdivide, cultivate, farm, and otherwise work, manage, operate and control the same.
 5. To carry on athletic, educational and charitable work under the rules and regulations of the Bylaws and to donate any amount of money or property in the discretion of the Board of Directors to any institution or organization who, by reason of its charitable, athletic or educational nature has been held to be exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 or any amendment thereto.
 6. To exercise all the powers conferred upon corporations under the laws of the State of Florida in order to accomplish its charitable, athletic and educational purposes, including but not limited to the power to accept donations of money or property or any interest therein, whether real or personal.
 7. To have perpetual succession by its corporate name
 8. To sue, be sued, complain and defend in its corporate name.

9. To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
 10. To purchase, take, receive, lease, or otherwise deal in and with real or personal property or in any other interest therein, wherever situated.
 11. To sell, convey, mortgage, pledge, lease, exchange, transfer, option and otherwise dispose of all or part of its property and assets.
 12. To purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, not for profit corporations, associations, trusts, partnerships, limited partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality or of any instrumentality thereof.
 13. To make contracts, including contracts of guaranty, suretyship and indemnification and to incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage, deed of trust, security agreement, pledge or other encumbrance of all or any of its property, franchises and income.
 14. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for payment of funds so loaned or invested.
 15. To conduct its affairs, carry on its operations, and have offices and exercise its powers within or outside of the State of Florida
 16. To elect or appoint officers and agents of the corporation, who may be directors, and to define their duties and to fix their compensation, if any.
 17. To make and alter Bylaws, not inconsistent with these Articles of Incorporation or with the laws of the State of Florida, for the administration, regulation and management of the affairs of the corporation.
 18. To make donations for the public welfare or for charitable, athletic or educational purposes.
 19. To cease its corporate activities.
 20. To be a promoter, incorporator, partner, member of any corporation, partnership, joint venture, trust or other enterprise, whether for profit or not.
- C. Related Objects and Purposes. The corporation shall engage in any and all other activities of any type whatsoever conferred by the laws of the State of Florida and growing out of, related to or in any manner whatsoever connected with any of the objects and purposes described in these Articles. Notwithstanding the foregoing, this corporation shall not have, nor exercise any power of authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in activities which would prevent it from qualifying and continuing to qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE IV. -BOARD OF DIRECTORS

The affairs of the corporation shall be conducted by a Board of Directors and such officers, committees, agents and employees as the directors may from time to time appoint. The number of initial directors shall be four (4) and shall never be more than seven (7) nor fewer than three (3). The manner in which the directors are elected or appointed shall be provided for in the by-laws. The name and address of each person who is to serve as an initial director is as follows:

Bette Bowen, P.O. Box 71, Boca Grande, FL 33921
Ken Anderson, 101 Mark Twain Lane, Rotonda West, FL 33947
Linda Brody, 62 Mark Twain Lane, Rotonda West, FL 33947
LeAnn Stern, 720 Orchard Lane, Englewood, Florida 34223

ARTICLE V. – OFFICERS

The names and addresses of the officers who are to serve until the first election are:

1. President Bette Bowen, P.O. Box 71, Boca Grande, FL 33921
2. Vice-president Ken Anderson, 101 Mark Twain Lane, Rotonda West, FL 33947
3. Secretary Linda Brody, 62 Mark Twain Lane, Rotonda West, FL 33947
4. Treasurer LeAnn Stern, 720 Orchard Lane, Englewood, Florida 34223

ARTICLE VI. – INITIAL REGISTER AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
LeAnn K. Stern, 720 Orchard Lane, Englewood, Florida 34223

ARTICLE VII. – INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:
LeAnn K. Stern, 720 Orchard Lane, Englewood, Florida 34223

ARTICLE VIII. – INUREMENT

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 payment and distributions in furtherance of the purposes set forth in Article III 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) any 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 XI. - DISSOLUTION

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 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 subscriber has executed these Articles of Incorporation this 12th day of December, 2008.

Acknowledged by

LeAnn K. Stern, LeAnn K. Stern

Date

December 12, 2008

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 12th day of Dec., 2008, by **LeAnn K. Stern**, who is personally known to me, or has produced _____ as identification, and who did take an oath.

Geri Cole
Notary Public



The date of each amendment(s) adoption: December 12, 2008

Effective date if applicable: immediately
(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(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4/20/09

Signature LeAnn Stern
(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)

LeAnn Stern
(Typed or printed name of person signing)

director/treasurer
(Title of person signing)