

N09000000385

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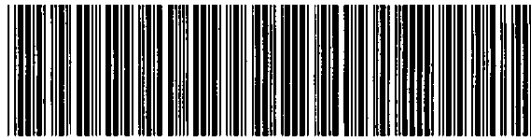
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend & N.C.
C.COULLETTE

SEP 18 2009

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Northeast Florida Lyme Association, Inc.

DOCUMENT NUMBER: N09000000385

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

Please return all correspondence concerning this matter to the following:

Andrea King

(Name of Contact Person)

(Firm/ Company)

3418 1st Street South

(Address)

Jacksonville Beach, FL 32250

(City/ State and Zip Code)

For further information concerning this matter, please call:

Andrea King

(Name of Contact Person)

at (904) 273 3224

(Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

NORTH EAST Florida Lyme Association Inc

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

NO9000000385

(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:

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

Northeast Florida Lyme Association, Inc.

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)

3948 3rd Street South

Suite 285

Jacksonville Beach, FL 32250

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

3948 3rd Street South

Suite 285

Jacksonville Beach, FL 32250-5847

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)

_____ (City)

_____, Florida

_____ (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

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TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: September 15, 2009

Effective date if applicable: _____
(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 September 15, 2009

Signature Andrea E. King
(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)

Andrea E. King
(Typed or printed name of person signing)

Treasurer and Secretary
(Title of person signing)

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NORTHEAST FLORIDA LYME ASSOCIATION, INC.**

Pursuant to Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, the following is submitted:

**ARTICLE I
NAME, DURATION, PRINCIPAL OFFICE & REGISTERED AGENT**

(a) The name of this corporation (the "Corporation") shall be: Northeast Florida Lyme Association, Inc.

(b) The Corporation shall have perpetual existence unless dissolved sooner according to law.

(c) The principal office and mailing address of the Corporation will be located at 3948 3rd Street South, Suite 285, Jacksonville Beach, Florida 32250-5847, or at such other address as may be determined by the Board of Directors.

(d) The registered agent of the Corporation is Andrea E. King, whose address is 3418 1st Street South, Jacksonville Beach, Florida 32250.

**ARTICLE II
PURPOSES**

(a) The Corporation is organized as a Florida not for profit corporation established exclusively for charitable, educational and scientific purposes pursuant to Section 617 of the Florida Not For Profit Act as set forth in Section 617 of the Florida Statutes. The specific purpose for which this corporation is organized is to improve the prevention, diagnosis and successful treatment of lyme and related vector borne disease through education of the public and healthcare providers and support of scientific research.. The general purpose is to operate for purposes which will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles of Incorporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director, trustee or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and payments and distributions may be made in furtherance of one or more of its purposes); and no director, trustee, officer, or any private individual shall be entitled to share in the distributions of any of the corporate assets on dissolution of the Corporation.

2. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

3. The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code and its Regulations as they now exist or as they may hereafter be amended or replaced, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and Regulations as they now exist or they may hereafter be amended or replaced.

4. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the 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.

5. The Corporation is organized pursuant to the Florida Not For Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

ARTICLE III MEMBERSHIP

The Corporation shall have no members.

ARTICLE IV DIRECTORS

The Corporation shall at all times have at least four (4) members of the Board of Directors. The members of the Board of Directors shall be elected as provided in the Bylaws of the Corporation. The names and addresses of the initial Directors are:

Aimee L. Boggs, Chairperson/President
684 Ponte Vedra Blvd.
Ponte Vedra Beach, FL 32082

Peter L. Friedman, Vice President
336 Waters Edge Drive, S.
Ponte Vedra Beach, Florida 32082

Andrea E. King, Treasurer and Secretary
3418 1st Street South
Jacksonville Beach, Florida 32250

Dane R. Boggs, Jr., Vice President
684 Ponte Vedra Blvd.
Ponte Vedra Beach, FL 32082

Kerry. L. Clark
University of North Florida
One UNF Drive
Jacksonville, Florida 32224

Joe Crozier
1107 Myra Street, #250
Jacksonville, Florida 32204

Sandy Wilson
3948 3rd Street South, #103
Jacksonville Beach, Florida 32250

Mary Appleton Jaycox
1845 River Road
Jacksonville, Florida 32207

ARTICLE V PRIVATE FOUNDATION STATUS

If at any time the Corporation is considered a "private foundation" under Section 509(a) of the Code, the following limitations will apply:

(a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding section of any future federal tax code.

(b) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding section of any future federal tax code.

(c) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding section of any future federal tax code.

(d) The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Code, or the corresponding section of any future federal tax code.

(e) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding section of any future federal tax code.

ARTICLE VI AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the Board of Directors from time to time; and the Articles of Amendment may be signed by an officer of the Corporation.

ARTICLE VII
BYLAWS

The Board of Directors of the Corporation shall adopt such Bylaws for the conduct of the business of the Corporation in carrying out its purpose as the Board of Directors may deem necessary from time to time; provided, however, such Bylaws shall not be inconsistent with the provisions of these Articles of Incorporation. The Board of Directors shall have the power to amend, alter, or rescind the Bylaws or adopt new Bylaws.

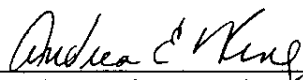
ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify the officers, directors, employees and agents of the Corporation to the full extent permitted by the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes. This indemnification provision shall not be deemed to be exclusive of any other rights to which such officers, directors, employees, and agents may be entitled under the Bylaws, any agreement with the Corporation, any insurance maintained by the Corporation, or otherwise.

ARTICLE IX
INCORPORATION

The name and address of the original sole incorporator of the Corporation are Andrea E. King, 3418 1st Street South, Jacksonville Beach, Florida, 32250.

Signed by Officer of the Corporation this 15th day of September, 2009.



(Name) Andrea E. King
(Address) 3418 1st Street South
Jacksonville Beach, FL 32250