

NO9000003542

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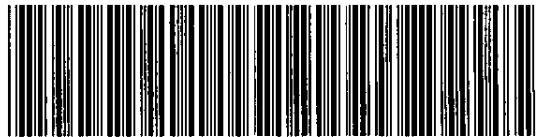
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Marcus Lawrence  
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10 JAN 21 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONNELL JAN 27 2010

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Reeling for Racks, Inc.

**DOCUMENT NUMBER:** NO9000003542

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

Please return all correspondence concerning this matter to the following:

Marcus S. Lawrence, Jr., Esquire  
(Name of Contact Person)

Thorn / Lawrence, P.L.  
(Firm/ Company)

1610 N. 19<sup>th</sup> Street  
(Address)

Tampa, Florida 33605  
(City/ State and Zip Code)

lazydranch@aol.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marcus Lawrence at (813) 514-8355  
(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:

☐ \$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  
Reeling for Racks, Inc.  
A Florida "Not for Profit" Corporation  
Document No.: N09000003542**

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Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not-for Profit Corporation adopts the following Amendments to its Articles of Incorporation:

**ARTICLE III – SPECIFIC PURPOSE FOR WHICH CORPORATION IS ORGANIZED:** This corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to aid, support, and assist, by gifts, donations, contributions, or otherwise, other organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal tax code.

All of the foregoing purposes shall be exercised exclusively for charitable, educational or scientific purposes in such a manner that the Corporation shall qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE IX – USE OF EARNINGS:** 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 payments 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 campaigns 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 X – USE OF ASSETS UPON 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 principle 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 XI – "PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions 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 Internal Revenue 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 Internal Revenue 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 Internal Revenue 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 Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE XII - DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**ARTICLE XIII – INDEMNIFICATION:** Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

The date of each of the above amendments' adoption is: Jan. 10, 2010.

Each of the above amendments shall be deemed to apply retroactively to the date of the Corporation's Articles of Incorporation, April 9, 2009, unless retroactive application of any amendment is prohibited by applicable law, in which instance the date of application shall be the date of adoption specified hereinabove.

### ADOPTION OF AMENDMENT

The amendments were adopted by the Board of Directors entitled to vote on the amendments per the corporations bylaws; a quorum was present and the number of votes cast for the amendments were sufficient for approval. There are no members entitled to vote on the amendments.

1-10-10  
Date

  
Signature

Linda R. Davenport  
Printed Name of Person Signing

Pres.  
Corporate Title of Person Signing