

N09000006991

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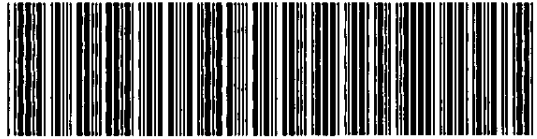
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TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

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11/30/09
TL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Kiwanis Club of Santa Rosa Sunrise Foundation

DOCUMENT NUMBER: N09000006991

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

Please return all correspondence concerning this matter to the following:

Darrel R. Greer

(Name of Contact Person)

Kiwanis Club of Santa Rosa Sunrise

(Firm/ Company)

1709 Floresta Cir

(Address)

Milton FL 32583

(City/ State and Zip Code)

dkgreer@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Darrel R. Greer

(Name of Contact Person)

at (850) 983-1471

(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

Kiwanis Club of Santa Rosa Sunrise Foundation, Inc.

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

N09000006991

(Document Number of Corporation (if known))

APPROVED
AND
FILED
09 NOV 23 PM 3:41
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

(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

See attached Amendment

[illegible]


The date of each amendment(s) adoption: November 11, 2009

Effective date if applicable: November 11, 2009
(date of adoption is required)
(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 November 11, 2009

Signature 
(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)

Darrel R. Greer
(Typed or printed name of person signing)

Director, Kiwanis Club of SR Sunrise Foundation, Inc.
(Title of person signing)

**AMENDMENT TO
THE
ARTICLES OF INCORPORATION
KIWANIS CLUB OF SANTA ROSA SUNRISE FOUNDATION
DATED THE 28th OF APRIL 2009
FILED WITH THE STATE OF FLORIDA
WITH AN EFFECTIVE DATE OF 20th OF JULY 2009**

The Articles of Incorporation for the Kiwanis Club of Santa Rosa Sunrise Foundation dated the 28th of April 2009 are hereby amended as follows:

ARTICLE FOURTH is changed in its entirety to read:

FOURTH: The Kiwanis Club of Santa Rosa Sunrise Foundation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE TENTH is changed in its entirety to read:

TENTH: Upon dissolution of the Kiwanis Club of Santa Rosa Sunrise Foundation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 persons who are to act in the capacity of first directors of the

Kiwanis Club of Santa Rosa Sunrise Foundation have hereunto set their hands on this

11th day of November 2009.

Lena Attaway

Lena ATTAWAY

Bert Brown

Bert Brown

Charles R Greer

CHARLES R GREER

Dewitt Haden

Dewitt Haden

Rodger W. Malone

Rodger W. Malone

ARTICLES OF INCORPORATION

KIWANIS CLUB OF SANTA ROSA SUNRISE FOUNDATION

FIRST: That the name of said corporation shall be Kiwanis Club of Santa Rosa Sunrise Foundation.

SECOND: The principal office of the corporation for the transaction of business is to be located within the County of Santa Rosa, State of Florida.

THIRD: The corporation shall have perpetual existence.

FOURTH: (a) The purposes for which said corporation is formed are to assist needy persons, particularly young people; to assist worthy youth in attaining vocational excellence, and to aid handicapped persons in regaining happy, useful lives through the expending of funds directly for such purposes or by the furnishing of funds to other organizations organized for charitable, scientific research, or educational purposes, or the prevention of cruelty to children, all within the purview of Section 501 (c)(3) of the Internal Revenue Code and the Regulations there under.

(b) The specific purposes are:

- 1) Establishing and supporting the Terrific Kids citizenship recognition program at primary and elementary schools throughout Santa Rosa County.
- 2) Establishing and supporting the K-Kids Club service club program at elementary schools throughout the county.
- 3) Establishing and supporting the Builders Club service club program at junior high and middle schools throughout the county.
- 4) Establishing and supporting the Key Club service club program at high schools throughout the county.
- 5) Establishing and supporting the Aktion Club service club program for adults living with disabilities.
- 6) Providing funds and fund-raising activities in support of, but not limited to, the American Cancer Society, Santa Rosa Kids House, Bay-area Food Bank, Shepherd's House Ministries food bank, Boy Scouts of America, Girl Scouts of America, scholarship programs for high-school seniors, recognition programs in support of active-duty military personnel, health programs for low-income citizens, and other benevolent community programs as approved by the board of directors

FIFTH: This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of Florida.

SIXTH: The number of directors of this corporation shall be five (5).

SEVENTH: The names and addresses of those chosen to serve as directors until the election and qualification of their successors are:

Lena Attaway
P.O. Box 232
Bagdad, FL 32530

Huebert Brown
5724 Charlene Dr.
Milton, FL 32583

Darrel R. Greer
1709 Floresta Cir.
Milton, FL 32583

DeWitt T. Haden
5867 Hogans Aly
Milton, FL 32570

Rodger Malone
6768 Berryhill St.
Milton, FL 32570

EIGHTH: The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the bylaws.

NINTH: This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual.

TENTH: In the event of the dissolution of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

- (1) A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes.
- (2) A corporation, trust, or community chest, fund or foundation:
 - (a) Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

- (b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;
- (c) No part of the net earnings of which inures to the benefit of any private shareholder or individual; and
- (d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court in the county in which the dissolved corporation had its principal office, upon petition therefore by the Attorney General, or any person concerned in the liquidation.

ELEVENTH: (a) the corporation and its members will at all times abide and be governed and controlled by the Bylaws and Policies of Kiwanis International now in force or hereafter from time to time adopted, insofar as any provision of such Bylaws may be applicable; (b) the corporation will comply with all such conditions and requirements as Kiwanis International may prescribe; (c) whenever requested by the Board of Trustees of Kiwanis International, the corporation shall dissolve or change its form of organization, as may from time to time be requested by said Board; and (d) no amendments to the Articles of Incorporation or corporate bylaws or change in the purpose of the corporation shall be made without the consent of Kiwanis International.

IN WITNESS WHEREOF the persons who are to act in the capacity of first directors of this corporation have hereunto set their hands this 25TH day of April 2009.

Lena Pittaway LENA PITTAWAY

Robert Brown ROBERT BROWN

Robert R. Green ROBERT R. GREEN

Robert Haden ROBERT HADEN

Robert W. Kistner ROBERT W. KISTNER

APPROVED
JUNE 10 2009
KIWANIS INTERNATIONAL
BY [Signature]