

N0900000 9979

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

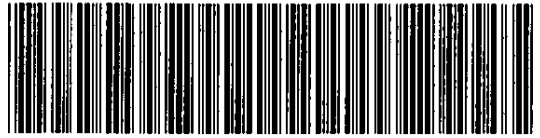
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Roberts MAR 09/2010

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Historic Markers, Inc.

DOCUMENT NUMBER: N09000009979

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

Please return all correspondence concerning this matter to the following:

Paul S. Mills

(Name of Contact Person)

Historic Markers, Inc.

(Firm/ Company)

1541 Fifth Street

(Address)

Key West, FL 33040

(City/ State and Zip Code)

pmillscpa@aol.com

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

For further information concerning this matter, please call:

Paul S. Mills

(Name of Contact Person)

at (305) 294-3699

(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

Historic Markers, Inc.

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

N09000009979

(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:

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)

(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

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>
	<u>Please Refer to Attachment</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)

Please Refer to Attachment

Historic Markers, Inc.

Articles of Amendment for a Florida Not for Profit Corporation

Amendments to Officers

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
President	Patricia Madiedo	336 Duval Street Key West, FL 33040	Add
Vice Pres.	Esther Tupino	1229 Simonton Street Key West, FL 33040	Change
Treasurer	Paul S. Mills	1541 Fifth Street Key West, FL 33040	Change
Secretary	Dennis Beebe	925 Truman Avenue Key West, FL 33040	Add
Director	Don Craig	610 White Street Key West, FL 33040	Add

Amendments to Articles

PLEASE NOTE: Any Text Added or modified will be underlined and italicized.

Article III - Purpose

Historic Markers, Inc. operates the Key West Historic Marker Tour. The Organization encourages historic communities and their visitors to discover, understand, preserve and benefit from the nation's rich cultural diversity and distinctive history. Furthermore, Historic Markers is organized exclusively for this exempt purpose, being educational in nature, and any other purpose qualified as exempt, be it charitable or educational, in accordance with section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV - Manner of Election

Directors shall be elected by majority vote as long as a Quorum has been established. The Directors shall serve indefinite terms until they resign or are removed in accordance with the provisions of these bylaws.

Article VIII - Non-Profit Status

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 Three 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 IX - Dispersal 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 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.

The date of each amendment(s) adoption: February 9, 2010

Effective date if applicable: February 9, 2010 (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 February 9, 2010

Signature Paul S. Mills

(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)

Paul S. Mills

(Typed or printed name of person signing)

Treasurer

(Title of person signing)