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TREASURY  
FLORIDA

2010 APR -7 AM 8:23

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Amend  
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** GREEN TREE PLANET, INC.

**DOCUMENT NUMBER:** \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

ROBERT W FISK

(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

20815 NW 3 LANE

(Address)

PEMBROKE PINES, FL 33029

(City/ State and Zip Code)

fiskr@wwamail.com

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

For further information concerning this matter, please call:

ROBERT FISK

(Name of Contact Person)

at ( 954 ) 447-9237

(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

GREEN TREE PLANET, INC.

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

N09000010218

(Document Number of Corporation (if known))

FILED  
2010 APR -7 AM 8:23  
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)

(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

*(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.

[illegible]

**WRITTEN CONSENT IN LIEU OF THE SECOND MEETING  
OF THE BOARD OF DIRECTORS OF  
GREEN TREE PLANET, INC.**

In lieu of the Second Meeting of the Board of Directors of Green Tree Planet, Inc. (the "Corporation"), a Florida nonprofit corporation, the directors of the Corporation, unanimously agree to the following resolutions, all as of March 15, 2010.

**1. Approval of Amendment to the Articles of Incorporation**

RESOLVED: That the Articles of Incorporation of the Corporation, which were accepted for filing, approved and received for record by the Florida Department of State, Division of Corporations on October 20, 2009, shall be and hereby are, amended to include the following:

**Article VIII**

This corporation is organized to operate exclusively for charitable, educational and scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue law and in furtherance thereof to plant shade trees in community green spaces.

**Article IX**

Upon dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all residual assets of the Corporation to such organizations, which qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law, as the Board of Directors shall determine and whose purposes relate to the beautification and maintenance of the environment and are consistent with the aims and purposes of the Corporation.

**Article X**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 VIII hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence regulation, 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 activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **Article XI**

The Articles of Incorporation may be amended by the voting members in accordance with the procedure set forth in the Florida Statutes. Those Articles pertaining to the dissolution of the corporation shall not be amended in such a way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Code), director or officer of the Corporation or any other person to share in any of the Corporation's assets. Any amendment to these Articles may not contain any provision that would be unlawful at the time of such amendment.

A copy of the above Articles shall be inserted in the Minute Book of the Corporation as Amendments to the Articles of Incorporation.

#### **2. Authorization**

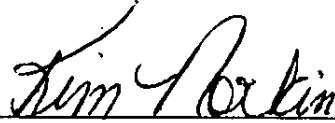
RESOLVED: That two or more originals of this Written Consent may be signed by the members of the Board of Directors of the Corporation, each of which shall be an original and all of which together shall constitute but one and the same Written Consent.

Each director, by signing this consent, waives notice of the time, place and purpose of the First Meeting of the Board of Directors and agrees to the transaction of the business of the Second Meeting by unanimous written consent of the directors in lieu of such Second Meeting.

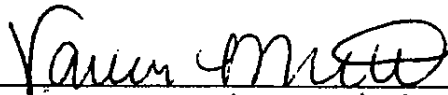
APPROVED:



Robert Fisk



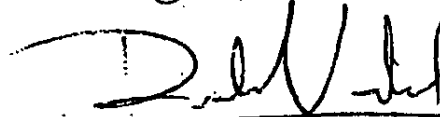
Kim Norkin



Vanessa Morantes



Gail E. Cason



RUBEN VIAL



The date of each amendment(s) adoption: MARCH 15, 2010

*(date of adoption is required)*

Effective date if applicable: MARCH 15, 2010

*(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 4-2-2010

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)

ROBERT FISK

(Typed or printed name of person signing)

President

(Title of person signing)