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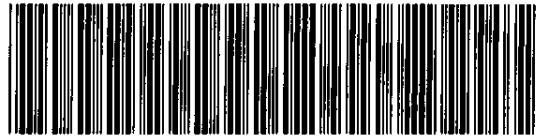
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Arts & Cultural Alliance of St. Lucie, Inc.

DOCUMENT NUMBER: N09000010263

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

Please return all correspondence concerning this matter to the following:

Rita Stikelether
(Name of Contact Person)

Hill, Barth & King LLC
(Firm/ Company)

130 South Indian River Drive, Suite 405-B
(Address)

Fort Pierce, FL 34950
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Rita Stikelether at (772) 489-8868
(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

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11 JAN 11 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

FILED

2011 JAN 11 A 11:32

The Arts & Cultural Alliance of St. Lucie, Inc.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N09000010263

(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)

_____, 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

(attach additional sheets, if necessary). (Be specific)

[illegible]

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
THE ARTS & CULTURAL ALLIANCE OF ST. LUCIE, INC.**

THE UNDERSIGNED, for the purpose of forming a nonprofit corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be THE ARTS & CULTURAL ALLIANCE OF ST. LUCIE, INC., hereinafter referred to as the "Alliance."

**ARTICLE II
LOCATION**

The initial principal office of the Alliance shall be located at 130 S. Indian River Drive, Suite 405-B, Fort Pierce, Florida 34950, but meetings of the Alliance may be held at such places within or without the State of Florida, as may be designated from time to time.

**ARTICLE III
DEFINITIONS**

Section A. "Alliance" shall mean and refer to The Arts & Cultural Alliance of St. Lucie, Inc., its successors and assigns.

Section B. "Executive Committee" shall mean and refer to the current, elected officers and appointed committee chairpersons of the Alliance, its successors and assigns.

Section C. "Board of Directors" shall mean and refer to the current, elected officers only of the Association, its successors and assigns.

**ARTICLE IV
CORPORATE DURATION**

The term of existence of this Alliance is perpetual.

**ARTICLE V
DISSOLUTION**

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE VI CORPORATE NATURE

This is a nonprofit corporation, organized solely for charitable, educational, civic, and social purposes pursuant to the Florida Not-For-Profit Corporation Act as set forth in Section 617 of the Florida Statutes.

Section A. IRC Section 501(c) (3) Purposes

This Alliance is organized exclusively for any lawful purpose to retain nonprofit status as set forth in the most current internal Revenue Code, and to act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, its municipalities, count governments, and the United States.

No part of the revenues or assets of the Alliance shall inure to the benefit of, or be distributable to the Board of Directors, Executive Committee, or any other person(s), except that the Alliance shall be *authorized and empowered to pay reasonable compensation for expenses rendered to individuals or businesses and to make payments and distributions as set forth in the Alliance's By-Laws.*

The Alliance shall further have unlimited power to engage in and do any lawful act not inconsistent with the Alliance's nonprofit tax exempt status.

Section B. Objectives

The primary objectives of the Alliance shall include, but not be limited to the following:

1. To promote the development of St. Lucie County artists, art and cultural organizations, and *community organizations sponsoring arts and cultural activities;*
2. To stimulate greater business and public recognition of the importance of the arts to the people of St. Lucie County ;
3. To encourage and facilitate the use of private resources for the development and support of cultural activities;
4. To coordinate, promote and encourage participation in the arts by the general public in St. Lucie County;
5. To encourage arts education and cultural activities in the public schools and other educational institutions of St. Lucie County;
6. To survey and assess the needs of the community relating to the arts and cultural activities;
7. To facilitate and coordinate the determination of needs and feasibility for the expansion or renovation of existing arts facilities and the development *if new arts facilities* and to act in such other roles as are appropriate and may become necessary for needed arts facilities in St. Lucie County;
8. To coordinate, promote and conduct programs concerning the arts in St. Lucie County;
9. To enhance tourism through the development of the arts and cultural activities.

ARTICLE VIII MANNER OF ELECTION

Directors of the Alliance shall be elected by a majority of the members of the Board of Directors.

**ARTICLE IX
INITIAL DIRECTORS**

Chair Rita Stikelether
130 South Indian River Drive, Suite 405-B
Fort Pierce, FL 34950

Vice Chair Jane Rowley
CORE Communities
10521 SW Village Center Drive, #201
Port St. Lucie, FL 34987

Secretary/Treasurer Jennifer Camp
11350 SW Village Parkway
Port St. Lucie, FL 34987

**ARTICLE X
REGISTERED AGENT**

* Rita Stikelether
130 South Indian River Drive, Suite 405-B
Fort Pierce, FL 34950

**ARTICLE XI
INCORPORATOR**

* Rita Stikelether
130 South Indian River Drive, Suite 405-B
Fort Pierce, FL 34950

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in the capacity.


Signature/Registered Agent

1/6/11
Date


Signature/Incorporator

1/6/11
Date

The date of each amendment(s) adoption: 12/1/2010
(date of adoption is required)

Effective date if applicable: 12/1/2010
(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 11/1/11

Signature Rita B. Stikelether

(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)

Rita Stikelether
(Typed or printed name of person signing)

Chair
(Title of person signing)