

N1000000/020

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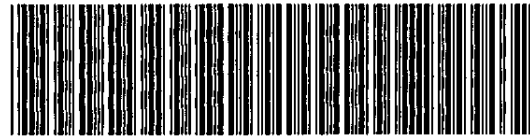
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2010 NOV 15 P 1:00  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

*Amend  
Tlews  
11-18-10*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** The Anita Priest Whispering Angels Memorial Scholarship  
Foundation, Inc.

**DOCUMENT NUMBER:** N10000001020

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

Please return all correspondence concerning this matter to the following:

Keith E. Henrich, Esq.

(Name of Contact Person)

Bryn & Associates, P.A.

(Firm/ Company)

2 South Biscayne Blvd., Suite 2680

(Address)

Miami, Florida 33131

(City/ State and Zip Code)

bibi@markbryn.com

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

For further information concerning this matter, please call:

Keith E. Henrich

(Name of Contact Person)

at ( 305 ) 374-0501

(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

The Anita Priest Whispering Angels Memorial Scholarship Foundation, Inc.  
(Name of Corporation as currently filed with the Florida Dept. of State)

N10000001020

(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*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Attach additional sheets, if necessary)

The Articles of Incorporation are being amended to reflect the 501(c)(3) purposes of  
the organization. See attached page.

Article III is hereby amended in total to read:

The corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, but not limited to awarding scholarships to students in the in the Lesbian Gay Bisexual and Transgender ("LGBT") community studying in the Design & Arts fields based upon financial need; making available sponsorships, based upon financial need, to struggling designers and artists in the LGBT community in a manner consistent with the charitable and/or educational purposes of the Foundation; and for such purposes as making distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code doing charitable work in the LGBT community.

Article VIII is hereby added to read:

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its member(s), trustee(s), officer(s) or other private person(s), 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, 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 r in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of the Corporation.

Article IX is hereby added to read:

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purpose(s) within the meaning of section 501(c)(3) of the Internal revenue Code, or any corresponding section of any further federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located exclusive for such purposes or to such organizations which are organized and operated exclusively for such purposes as said court shall determine.

The date of each amendment(s) adoption: 6/30/2010  
(date of adoption is required)

Effective date if applicable: \_\_\_\_\_  
(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 11/3/2010

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)

Mark J. Bryn  
(Typed or printed name of person signing)

Director and Secretary  
(Title of person signing)