

N100000001587

(Requestor's Name)

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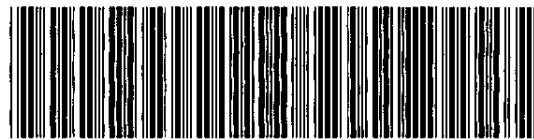
(Business Entity Name)

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2010 MAY 19 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
**FILED**

*RS  
5/19/10*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Nassau Cnty Prof. Firefighters Benevolent Assoc., INC

**DOCUMENT NUMBER:** N10000001587

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

Please return all correspondence concerning this matter to the following:

Stephen Johnson

(Name of Contact Person)

Nassau County Professional Firefighters Benevolent Assoc, INC

(Firm/ Company)

PO Box 366

(Address)

Yulee, FL 32046

(City/ State and Zip Code)

secretary@iafflocal3101.com

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

For further information concerning this matter, please call:

Stephen Johnson

(Name of Contact Person)

at ( 904 ) 626-6490

(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

FILED

2010 MAY 19 PM 1:55

SECRETARY OF STATE

TALLAHASSEE, FLORIDA

Nassau County Professional Firefighters Benevolent Association  
(Name of Corporation as currently filed with the Florida Dept. of State)

N10000001587

(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

**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>
_____	_____	_____	<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)*

Due to the on-line filing status, the following Articles were included in the Organizing

Document, but were excluded from the on-line filing:

Article 8- Distribution of Funds

Article 9- Dissolution

Article 10- By-Laws

Article 11- Conflict of Interest Policy

In order to maintain compliance with the IRS Federal Tax Code, Article 3 is amended to  
read as follows: "Said organization is organized exclusively for charitable 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.

**The date of each amendment(s) adoption:** Art 8- 11 on 15 Feb 10; Article 3- 13 May 10

*(date of adoption is required)*

**Effective date if applicable:** 13 May 10

*(no more than 90 days after amendment file date)*

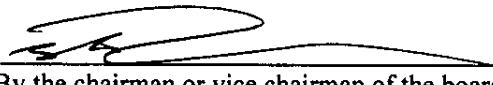
**Adoption of Amendment(s)**

**(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 May 13, 2010

Signature 

5/13/10

(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)

Stephen Johnson

(Typed or printed name of person signing)

Registered Agent/ Incorporator/ Secretary

(Title of person signing)

**Articles of Incorporation of the Nassau County Professional Firefighters  
Benevolent Association, INC**

The undersigned, whom are citizens of the United States and legal residents of the State of Florida, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, in compliance with a unanimous motion at a regularly scheduled meeting of the Nassau County Fire Rescue Professionals, Local 3101, do hereby certify:

**Article I- Name**

The name of the corporation shall be: Nassau County Professional Firefighters Benevolent Association, INC.

**Article II- Address**

**Section 1- Principle Place of Business**

The principle place of business of the corporation is:

96160 Nassau Pl  
Yulee, FL 32097

**Section 2- Mailing Address of the Corporation**

The mailing address of the corporation shall be the mailing address of the Nassau County Fire- Rescue Professionals, Local 3101; which is:

PO Box 366  
Yulee, FL 32041

**Article III- Purpose**

The purpose for which the corporation is organized is exclusively for charitable purposes to offer financial assistance and humanitarian aid to members of the Nassau County Fire- Rescue Professionals, Local 3101; provide financial assistance to the citizens of Nassau County, and to make donations to other organizations who help the general public of Nassau County and Northeast Florida.

**Article IV- Manner of Election**

The manner in which the directors are elected or appointed:

The President, First Vice President, Second Vice President, and Secretary-Treasurer of the Nassau County Fire Rescue Professionals, Local 3101, shall automatically be Directors of the Nassau County Professional Firefighters Benevolent Association, INC, and shall remain so as long as they are elected the Membership of Local 3101 to the respected offices.

**Article V- Initial Directors/ Officers**

Matt Waggoner, President  
37145 Lorena Dr  
Hilliard, FL 32046

James Casteel, 1<sup>st</sup> Vice President  
11298 Thornhill Pl  
Bryceville, FL 32009

George Faucher, 2<sup>nd</sup> Vice President  
32405 Pond Parke Pl  
Hilliard, FL 32046

Stephen Johnson, Secretary- Treasurer  
27044 W Fifth Ave  
Hilliard, FL 32046

**Article VI- Initial Registered Agent**

The name and street address of the Registered Agent is:

Stephen Johnson  
27044 W Fifth Ave  
Hilliard, FL 32046

**Article VII- Incorporator**

The name and street address of the Incorporator is:

Stephen Johnson  
27044 W Fifth Ave  
Hilliard, FL 32046

**Article VIII- Distribution of Funds**

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 III 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **Article IX- 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 the 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 principle 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.

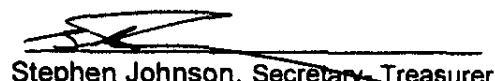
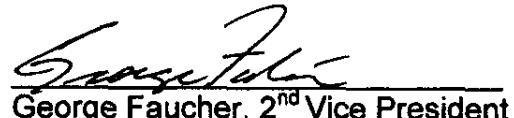
#### **Article X- By-Laws**

The By-Laws of the corporation shall be the same as those of the governing organization: IAFF Nassau County Fire- Rescue Professionals, Local 3101, AFL-CIO-CLC.

#### **Article XI- Conflict of Interest Policy**

The corporation will develop and maintain annually a conflict of interest policy.

In witness whereof, we have hereunto subscribed our names this 15 day of  
FEB, 2010.

  
Matt Waggoner, President  
Stephen Johnson, Secretary-Treasurer  
James Casteel, 1<sup>st</sup> Vice President  
George Faucher, 2<sup>nd</sup> Vice President

**AMENDMENTS to the:  
Articles of Incorporation of the Nassau County Professional Firefighters  
Benevolent Association, Inc**

The undersigned, whom are citizens of the United States and legal residents of the State of Florida, in compliance with an approved motion at a regularly scheduled Executive Board Meeting of the Nassau County Professional Firefighters Benevolent Association, Inc., do hereby certify the following amendment:

### ***Article III- Purpose***

The purpose for which the corporation is organized is exclusively for charitable purposes to offer financial assistance and humanitarian aid to members of the Nassau County Fire-Rescue Professionals, Local 3101; provide financial assistance to the citizens of Nassau County, and to make donations to other organizations who help the general public of Nassau County and Northeast Florida- 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.

As approved by the Executive Board this 12 day of May, 2010.

Signed:

Signed:  
  
Matt Waggoner, President

5-12-10  
Date

Stephan Johnson, Secretary-Treasurer

5/18/10  
Date

**AMENDMENTS to the:**  
**Articles of Incorporation of the Nassau County Professional Firefighters**  
**Benevolent Association, Inc**

The undersigned, whom are citizens of the United States and legal residents of the State of Florida, in compliance with an approved motion at a regularly scheduled Executive Board Meeting of the Nassau County Professional Firefighters Benevolent Association, Inc., do hereby certify the following amendment:

**Article IX- Dissolution**

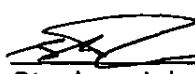
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or the a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of ~~Competent Jurisdiction~~ Common Pleas of the county in which the principle 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.

As approved by the Executive Board this 13 day of May, 2010.

Signed:

  
\_\_\_\_\_  
Matt Waggoner, President

5/13/10  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Stephen Johnson, Secretary- Treasurer

5/13/10  
\_\_\_\_\_  
Date