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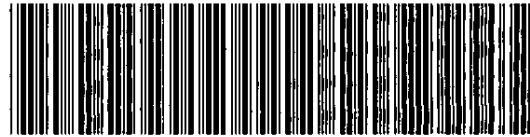
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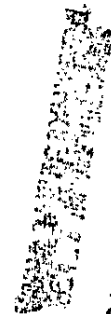
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Amend  
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2010 JUN 25 AM 9:10

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6-28-10

FERGESON SKIPPER  
SHAW KEYSER BARON & TIRABASSI  
ATTORNEYS AT LAW

J. ALLISON ARCHBOLD, ESQ.  
aarchbold@fsskbt.com

June 23, 2010

Florida Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Denise Amber Lee Foundation, Inc.  
File No. 12813/24289

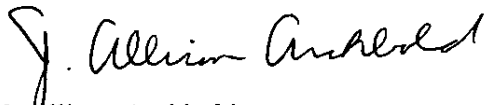
Dear Sir or Madam:

**Enclosed** for filing are Articles of Amendment to Articles of Incorporation of Denise Amber Lee Foundation, Inc. Also **enclosed** is our check in the amount of \$43.75 representing the fee for filing and a certified copy.

Please return the Articles and certified copy to us in the **enclosed** self-addressed envelope.

If you have any questions, please do not hesitate to give me a call.

Very truly yours,



J. Allison Archbold

JAA:fg

Enclosures

cc: Mr. Mark Lee

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**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
DENISE AMBER LEE FOUNDATION, INC.**

**DOCUMENT NUMBER N10000003816**

FILED  
2018 JUN 25 AM 9:10  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF SARDIS, FLORIDA

The following provision of the Articles of Incorporation of DENISE AMBER LEE FOUNDATION, INC., a Florida corporation, is hereby amended in the following particulars:

1. Article II is amended to read as follows:

**"Article II**

The principal place of business address:

1515 Ringling Boulevard  
10<sup>th</sup> Floor  
Sarasota, Florida US 34236

The mailing address of the corporation is:

P. O. Box 781  
Englewood, Florida 34295"

2. The following articles are added after Article VII:

**"Article VIII**

No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to, its members (if any), directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions for 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, the corporation shall not carry on any other activities not permitted to be carried on by (a) 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) 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**

Upon the dissolution of the corporation, the Board of Directors shall, after first paying or making provision for the payment of any and all liabilities of the corporation, distribute the assets of the corporation 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 distribute the assets of the corporation 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 in the county in which the registered office of the corporation is then located, exclusively for one or more of such purposes or to such organization or organizations as the court shall determine; provided, however, that such organizations must be organized and operated exclusively for one or more of such exempt purposes.

#### **Article X**

If the corporation is ever classified as a "private foundation" under Section 509(a) of the Internal Revenue Code, or the corresponding section of any future federal tax code, then the following provisions shall apply:

(1) the corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code;

(2) the corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code;

(3) the corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code;

(4) the corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; and

(5) the corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

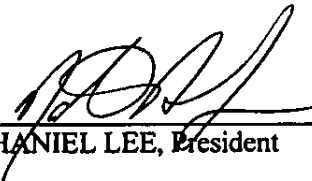
#### **Article XI**

The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the corporation), by reason of the fact he is or was a director or officer of the corporation, against any and all expenses (including attorney's fees, court costs and appellate costs and fees), judgments, fines and

amounts paid in settlement incurred by him or her in connection with such action, suit or proceeding, except for an director or officer who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representative of such person; provided, however, that if any past or present officer or director sues the corporation, other than to enforce this indemnification, the past or present officer or director instituting such suit shall not have the right of indemnification hereunder in connection with that suit. The corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth and, if such insurance is purchased but the proceeds thereof are not sufficient to cover the cost of indemnification, the deficiency shall be paid from corporate funds. If there are no funds available to pay the costs of the indemnification or deficiency resulting from insufficient insurance coverage, then the members of the Board of Directors shall cover such costs. This indemnification is an absolute right, and any such assessments shall be made notwithstanding any other provisions contained herein to the contrary."

3. There are no members. The foregoing amendments were approved by the Board of Directors of the corporation on June 9th, 2010.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed this Articles of Amendment on June 9th, 2010.

  
\_\_\_\_\_  
NATHANIEL LEE, President