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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DDR
9/2/10

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Tea Party in Action, Inc.

DOCUMENT NUMBER: N10000003995

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

Please return all correspondence concerning this matter to the following:

Marianne Moran
485 Cleary Road
West Palm Beach, FL 33413

E-mail address: moran.marianne@gmail.com

For further information concerning this matter, please call:

Marianne Moran at (904) 502-6324

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$43.75 Filing Fee and Certified Copy (Additional copy is enclosed)

Sincerely,

A handwritten signature in black ink, appearing to read 'Marianne Moran', with a long horizontal flourish extending to the right.

Marianne Moran

**Articles of Amendment
To Articles of Incorporation
Of
THE TEA PARTY IN ACTION, INC.**

N10000003995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendments to its Articles of Incorporation:

Article THIRD is replaced in its entirety with:

ARTICLE III – PURPOSE

The specific and primary purposes for which this Corporation is formed and for which it shall be exclusively administered and operated are to receive, administer and expend funds for charitable, educational, and social welfare purposes in connection with the following:

1. To advocate sound public policy;
2. To encourage individuals to advocate sound public policy;
3. To engage in nonpartisan research, study and analysis for the benefit of the general public on those questions affecting the public interest with respect to both the public and private sectors, and to publish the results of such studies;
4. To prepare educational materials and conduct educational activities in support of the general purposes of the Corporation;
5. To conduct and sponsor forums, lectures, debates and similar programs;
6. To assist other charitable, educational and social welfare organizations in the conduct of similar activities;
7. To engage in other charitable and educational activity as determined by the Board of Directors; and
8. To engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein.

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this Corporation shall also have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including the power to:

- (a) sue and be sued;
- (b) make contracts;
- (c) receive property to devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise acquire and hold all property, real or personal including shares of stock, bonds and securities of other corporations;

(d) act as trustee under any trust whose objects are related to the principal objects of the Corporation, and to receive, hold, administer and expend funds and property subject to such trust;

(e) convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real or personal;

(f) borrow money, contract debts and issue bonds, notes, and debentures, and secure the payment of any performance of its obligations; and

(g) do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the Corporation; provided, however, that this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Corporation.

Article SIXTH, Paragraph A is replaced in its entirety with:

A. The affairs of the Corporation shall be carried on through its Board of Directors; the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be provided in the Bylaws.

Article SIXTH, Paragraph B is replaced in its entirety with:

B. The initial number of directors of the Corporation shall be three (3). The number of directors may be either increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, provided that the number shall not be less than three (3).

Article SIXTH, Paragraph C is replaced in its entirety with:

C. The Board of Directors may authorize the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.

Article NINTH is replaced in its entirety with:

ARTICLE IX – Amendment to Articles

The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this Corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the Corporation is formed,, and all rights herein conferred or granted shall be subject to this reservation.

Article ELEVENTH is amended to read as follows:

ARTICLE XI – Dissolution

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively for charitable, religious, scientific, testing for public safety, literary or educational purposes to organizations which are then exempt from Federal Tax under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Articles TWELFTH, THIRTEENTH and FOURTEENTH are added:

ARTICLE XII – Debts, Affairs and Meetings

The private property of the incorporators, directors, and officers, shall not be subject to the payment of corporate debts to any extent whatever; in furtherance and not in limitation of the powers conferred by statute, the Corporation is expressly authorized to carry on its affairs and to hold annual or special meetings of its Board of Directors in any of the states, territories or possessions of the United States, or the District of Columbia.

ARTICLE XIII – Compensation and Payments

No part of the net income of the Corporation shall inure to the benefit of or be distributable to its trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof.

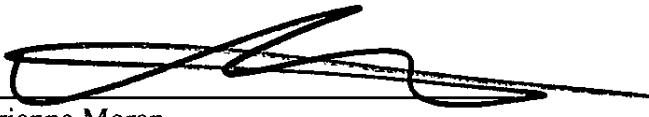
ARTICLE XIV – Restriction

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(4) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The date of each amendments' adoption is 8/1, 2010 and the amendments are effective immediately.

There are no members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Dated 8/26/2010

Signature 
Marianne Moran
President