

N10000008487

\_\_\_\_\_  
(Requestor's Name)

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(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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Special Instructions to Filing Officer:

Ben DeVries GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Name + Type of Action  
DATE 5-5-2014  
DOC. EXAM T. Carter

Office Use Only



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04/21/14--01010--016 \*\*35.00

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
14 MAY -5 PM 2:25

*Amend + Name Change*

MAY - 6 2014  
T. CARTER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Center for AgriLife Research Entrepreneurship & Education Corp (CARE2)

**DOCUMENT NUMBER:** N10000008487

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

Please return all correspondence concerning this matter to the following:

**Ben DeVries**

(Name of Contact Person)

**Treasure Coast Research Park**

(Firm/ Company)

**2199 S. Rock Road, Room 112**

(Address)

**Fort Pierce, FL 34945**

(City/ State and Zip Code)

**ceo@tcerda.org**

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

For further information concerning this matter, please call:

**Ben DeVries**

(Name of Contact Person)

at ( **772** ) **467-3107**

(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  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 MAY -5 PM 2:25

XE3 Florida Inc.

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

XE3 Florida, Inc.

N10000008487

(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:**

Center for AgriLife Research Entrepreneurship & Education Corp. (CARE2) 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: Stefan Matthes (not Matthew)

(Florida street address)

New Registered Office 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)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <i>same</i> <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P, D</u>	<u>Matthes, Stefan</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>
2) <input type="checkbox"/> Change <i>same</i> <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP, D</u>	<u>Guschke, Tom</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>
3) <input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S, D</u> <u>T, D</u>	<u>Schmidt, Kathryn</u> <u>Schmidt, Kathryn</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>T, D</u>	<u>Justice, Maxwell R</u> <u>Deceased</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Tom Perona</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S, D</u>	<u>Ben DeVries</u>	<u>2199 S. Rock Road</u> <u>Room 112</u> <u>Fort Pierce, FL 34945</u>

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

Name change of organization from XE3 to CARE2

(See attached minutes)

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

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 4/16/14

Signature [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)

STEPAN K. MATTHEWS  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)

## **XE3 Board of Directors**

### **Board Meeting**

#### **Minutes of Meeting**

**April 7, 2014**

**Revised 4/8/14**

**FINAL**

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Convened: 4:01 p.m.

Adjourned: 5:25 p.m.

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The meeting of the XE3 Board of Directors was held Monday, April 7, 2014 at the IRIS Center on Rock Road in St. Lucie County, Florida.

#### **MEMBERS PRESENT:**

Kathie Schmidt, SLC School District, CTE, Secretary  
Ben Devries, Board Member,  
Tom Guschke, Board Member, Vice President  
Stefan Matthes, Board Member, President

#### **MEMBERS ABSENT:**

None

#### **Treasurer's Report**

1. The most recent check ledger shows a balance of \$6,416.17

#### **NEW BUSINESS**

1. Approval of August 23, 2013 Meeting minutes
  - Motion by Ben, Second by Kathie, passed unanimously
2. Election of Officers: Motion was made by Tom Guschke to adjust the slate as follows:  
Kathie Schmidt, SLC School District, CTE, Treasurer  
Ben Devries, Board Member, Secretary  
Tom Guschke, Board Member, Vice President/Vice Chairman  
Stefan Matthes, Board Member, President/Chairman
  - Motion seconded by Kathie, passed unanimously
3. Motion made by Ben to authorized both the President and Treasurer to sign check against the account, and to authorize a single signator for amount under \$2,500. We also will change the name on the account to CARE2
  - Motion seconded by Tom, passed unanimously.
4. Ben gave an update to the TCERDA program of action.
  - The organization is now transitioning from construction of infrastructure mode to actively marketing the development.

- Ben suggested that the XE3 organization could become the “not for profit” sister organization for TCERDA.
  - After much discussion, it was determined that XE3 would be a great fit for TCERDA while keeping the local education component as part of the mission.
  - Additionally, a name change to encompass the larger mission of the organization was discussed. CARE2 (Center for AgriLife, Research, Entrepreneurship & Education)
5. Ben made a motion to change XE3 to CARE2.
- Motion seconded by Kathie, passed unanimously.
- Additional ideas on CARE2 are as follows:
- CARE2 will have a focus on active student involvement in all CAREE programs
  - CARE2 Membership levels will be: Family \$100, Individual \$50, Student \$20 and will include specific benefits such as newsletter, event admission, program participation, etc.
  - CARE2 Program Sponsor levels will be: Platinum \$2,000, Gold \$1,000 Silver \$500 Bronze \$250. A target list of 40 local companies will be solicited for their participation.
  - Expansion of CARE2 Board by recruiting volunteers and by formation of CARE2 project-focused Working Groups and Advisory Councils.
  - The Sunshine Kitchen Working Group will be our initial focus including:
    - Two fundraising events
      - Fall 'TopChef' Florida Flavors team competition (Oct-Nov)
        - hosted by CAREE Advisory Council (Mayor Joanne Faiella, Mayor Linda Hudson, Legislator Larry Lee, Commissioner Kim Johnson and others.)
      - Holiday Student Showcase (Dec) - SL District culinary students at Civic Center. (Approximately 1,000 students are currently active in the District culinary program)
  - Future formation of an Advanced BioFuel Working Group & Advisory Council later in the year if our Sunshine Kitchen organizing efforts are successful.
  - Creation of the "Bull Schmidt" TCRP Drone Scavenger Race to be held at TCRP in Winter / Spring 2015
  - Minimum 12 month CARE2 NET fundraising goal of \$2,000.

### **OLD BUSINESS**

1. None

### **ANNOUNCEMENTS / ADJOURNMENT**

The next meeting will be held by conference call on May 5, 2014 at 4:00 p.m. Stef Matthes will schedule. Upon no further announcements or discussion, the meeting was adjourned at approximately 5:25 p.m.

Minutes submitted by: Stefan Matthes 