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(Requestor's Name)

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(City/State/Zip/Phone #)

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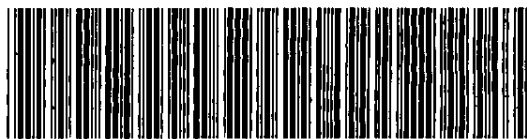
(Business Entity Name)

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12 FEB -1 PM 4:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓

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AMEND  
DBB  
2-1

**KEY WEST WRITERS LAB, INC.**

**506 ELIZABETH STREET  
KEY WEST, FL 33040**

January 30, 2012

Attn: Karen Gibson  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Amendment to Articles

Karen:

We have our Form 1023, Application for Recognition of Exemption, in process. We must reply to the IRS by February 10, 2012 with the proper Articles of Incorporation. Attached is our amendment to our Articles of Incorporation.

Will you please process our amendment as quickly as possible and fax a copy of the filed amendment to me at 267-222-4966 as soon as your processing is done and it is marked "Filed".

Thank you for your help,



Rick Skwiot

RECEIVED

FEB -1 AM 9:14

STATE OF FLORIDA

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **KEY WEST WRITERS LAB, INC.**

DOCUMENT NUMBER: **N10000010971**

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

Please return all correspondence concerning this matter to the following:

**RICK SKWIOT**

(Name of Contact Person)

**KEY WEST WRITERS LAB, INC.**

(Firm/ Company)

**506 ELIZABETH STREET**

(Address)

**KEY WEST, FL 33040**

(City/ State and Zip Code)

**info@keywestwriterslab.org**

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

For further information concerning this matter, please call:

**Rick Skwiot**

(Name of Contact Person)

at **314 448-9339**

(Area Code & Daytime Telephone Number)

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

<input checked="" type="checkbox"/> \$35 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee &	<input type="checkbox"/> \$43.75 Filing Fee &	<input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status	Certified Copy	Certificate of Status	Certified Copy
	(Additional copy is	(Additional Copy is	
enclosed)		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

Key West Writers Lab, Inc.

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

N10000010971

(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:

not applicable

*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)

not applicable

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

not applicable

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: Antaeus Books, Inc.

address change only

1700 Flagler, #2

(Florida street address)

New Registered Office Address:

Key West

(City)

, Florida 33040

(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.*

not applicable

\_\_\_\_\_  
Signature of New Registered Agent, if changing

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12 FEB - 1 PM 4:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
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1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>Not Applicable - No changes</u>		_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <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)*

New Article III - see attachment

New Article IV - see attachment

The date of each amendment(s) adoption: January 30, 2012

Effective date if applicable: January 30, 2012

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

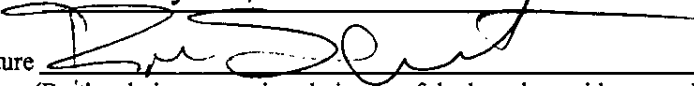
Adoption of Amendment(s)

**(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 January 30, 2012

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)

Rick Skwiot

(Typed or printed name of person signing)

Director

(Title of person signing)

**KEY WEST WRITERS LAB, INC.**

**N10000010971**

**Attachment for E: AMENDMENT TO ARTICLES OF INCORPORATION  
DATED JANUARY 30, 2012**

**Article III & Article IV in original Articles will be replaced with the following:**

**Article III. Purpose of Corporation.** The Corporation shall be organized exclusively for educational and charitable purposes, including helping serious creative writers augment their craft and hone works-in-progress, filling the gap between academic instruction, apprenticeship and publication through focused one-on-one mentoring and informed feedback from veteran authors.

The Corporation intends to qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, who do not qualify under Section 501(c)(3) of the Internal Revenue Code of 1986 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 as now in force or later amended, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 as now in force or later amended.

Upon dissolution of the Corporation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the Corporation, shall distribute all assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code), or the assets shall be distributed 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 by the relevant Court of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations as said court shall determine, which are then organized and operated exclusively for such purposes.

The Corporation may by its Bylaws make any other provisions or requirements for the arrangement or conduct of business of the Corporation, provided the same is not inconsistent with these Articles of Incorporation nor contrary to Chapter 496 of the Florida Statutes (2008).

If any funds are received by the Corporation by bequest, devise, gift, purchase, or lease, either absolutely or in trust, the Corporation shall receive and administer funds for such charitable and educational purposes without limitation as long as it is consistent with charitable and educational



purposes, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of Chapter 496 of the Florida Statutes (2008) for scientific, educational, and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

**Article IV. Directors; Manner of Election.** The affairs of the Corporation shall be managed by officers elected by a Board of Directors, the number of members of the Board of Directors shall not be less than three (3) and the exact number shall be fixed by the by-laws of the Corporation. At or before each annual meetings the existing Directors shall appoint Directors to manage the affairs of the Corporation for the ensuing year based on personal qualifications and conflicts of interest check.

The initial directors and officers who shall act until the first meeting of the Board of Directors or until their successors are duly chosen and qualified. The names of the persons who are to serve as the initial Directors are as follows:

1. Rosalind Brackenbury, 807 Ashe Street, Key West, FL 33040.
2. Rick Skwiot, 506 Elizabeth Street, Key West, FL 33040.
3. Jayne L. Navarre, 65 Spoonbill Way, Key West, FL 33040.
4. Charles Wolfson, 509 Grinnell Street, Key West, FL 33040.