

N12000006163

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(Address)

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(City/State/Zip/Phone #)

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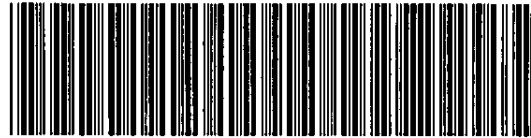
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 02 2014  
C. CARROTHERS

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Sigma Pi Phi Fraternity Scholarship and Development Foundation  
of Jacksonville, Inc.  
N12000006163

**DOCUMENT NUMBER:** \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

**Luther D. Quarles, III**

\_\_\_\_\_  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

**6359 WHISPERING OAKS DRIVE N.**

\_\_\_\_\_  
(Address)

**Jacksonville, FL 32277**

\_\_\_\_\_  
(City/ State and Zip Code)

**cferguso3@yahoo.com**

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

For further information concerning this matter, please call:

**Mark L. Griffin**

**904**

**887-6900**

\_\_\_\_\_ at (\_\_\_\_\_) \_\_\_\_\_

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

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

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

**17 SEP 22 AM 8:33**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**SIGMA PI PHI FRATERNITY SCHOLARSHIP AND DEVELOPMENT FOUNDATION  
OF JACKSONVILLE, INC.**

**Document #N12000006163**

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 I - NAME**

The name of the corporation is:  
Sigma Pi Phi Fraternity Scholarship and Development Foundation of Jacksonville, Inc.

**ARTICLE II - ADDRESS**

The principal place of business is:  
1732 Margaret Street  
Jacksonville, FL 32204

The mailing address is:  
12267 Hawkstowe Lane  
Jacksonville, FL 32225

**ARTICLE III - PURPOSE**

The Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service Code, as amended.

**ARTICLE IV - BOARD OF DIRECTORS**

Section 1: The business affairs of the Corporation shall be managed by the Board of Directors, whose members are referred to herein as Directors.

Section 2: The names and addresses of the persons who are to serve as the initial Directors of the Corporation are:

Betty A. Cody  
10240 Heather Glen Drive  
Jacksonville, FL 32256

Cleveland Ferguson, III  
12267 Hawkstowe Lane  
Jacksonville, FL 32225

Luther D. Quarles, III  
6359 Whispering Oaks Drive, N.  
Jacksonville, FL 32277

Carlton D. Jones  
1732 Margaret Street  
Jacksonville, FL 32204

Pamela Quarles  
6359 Whispering Oaks Drive, N.  
Jacksonville, FL 32277

Orrin D. Mitchell, DDS  
5365 Oak Bay Drive, East  
Jacksonville, FL 32277

Section 3: The number of Directors of the Corporation shall not be less than five (5) nor more twenty (20). The number may change from time to time as provided in the Bylaws.

Section 4: The Directors shall be elected, removed and hold office as provided in the Bylaws.

#### **ARTICLE V - REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Cleveland Ferguson, III  
12267 Hawkstowe Lane  
Jacksonville, FL 32225

#### **ARTICLE VI - POWERS**

Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on Non-Profit Corporations under the laws of the State of Florida.

#### **ARTICLE VII - TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

#### **ARTICLE VIII - LIMITATION OF EXISTENCE**

Section 1: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the Corporation assets upon dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions in dissolution or otherwise, upon any nonprofit corporation described in Section 501 (c) (3) and Section 170 (c) (2) of the code and specified in Section 3 below. 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 any political campaign, (including all publication or distribution of statements) on behalf of any candidate for public office.

Section 2: Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under section 501 (c)(3) of the Code, or by any organization contributions to which are deductible under Section 170 (c)(2) of the code.

Section 3: Upon the dissolution of the Corporation, any assets remaining after paying or making provisions for the payment of all liabilities of the Corporation shall be distributed to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes which at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3); Section 170 (c)(2), and Section 509(a)(1) or (2) of the Internal Revenue Code of 1986 or corresponding sections of any future Internal Revenue Code by reason of such organization or organizations providing public services, or to the federal, state, or local government of exclusive public purpose, any assets not so disposed of by a court of competent jurisdiction exclusively for such charitable purposes, or to such organizations organized and operated exclusively for such charitable purposes as said court shall determine.

## **ARTICLE IX - OFFICERS**

Section 1: The officers of the Corporation shall include a President, Vice President and a Secretary/Treasurer. The Corporation may have additional officers, assist officers and agents including without limitation one or more Senior, Assistant or other Vice-Presidents, an Assistant Secretary and/or Treasurer.

Section 2: The officers shall be elected, removed and hold office as provided in the Bylaws.

Section 3: The officers shall have such powers and responsibilities as provided by the Bylaws.

## **ARTICLE X - INDEMNIFICATION OF OFFICERS, DIRECTORS, MANAGERS, EMPLOYEES AND AGENTS**

Section 1: The Corporation shall indemnify against liability to the fullest extent authorized or permitted by the provision of Sections 607.0850 and 617.0831, Florida Statutes (or any amendment or successor provision thereof or any other statutory provision authorizing or

permitting such indemnification which is adopted after the date this Article is adopted) any person, and his heirs, executors, administrators and legal representatives, who is or was a party to any proceeding by reason of the fact that such person is or was an officer, director, manager, employee or agent of another corporation, partnership, living venture, trust, or other enterprise at the request of the corporation. Such persons who are entitled to be indemnified shall be paid their expenses in advance of a final disposition of the proceeding to the maximum extent authorized or permitted by the provision of Section 617.1406, Florida Statutes.

Section 2: Article X, Section 1 of these Articles shall not be construed to mean that indemnification by the Corporation pursuant to 617.0831 Florida Statutes is not permitted. The Corporation may indemnify any person pursuant to Section 617.0831, Florida Statutes or any amended or successor section, to the extent and in the manner desired by the corporation and permitted by law.

Section 3: Terms used in these Articles shall have the meanings ascribed to them in 617.01401, Florida Statutes.

#### **ARTICLE XI - BYLAWS**

The power to adopt, alter, amend or repeal bylaws for the Corporation shall be vested only in the Directors as more specifically provided in the bylaws.

#### **ARTICLE XII - AMENDMENTS**

The power to alter, amend or repeal these Articles of Incorporation shall be vested in the Directors as more specifically provided in the bylaws of the corporation.

September 15, 2014

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

Effective date if applicable: September 15, 2014

(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

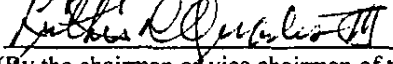
☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ 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

9/18/2014

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)

Luther D. Quarles, III

(Typed or printed name of person signing)

Treasurer

(Title of person signing)