

N120000006765

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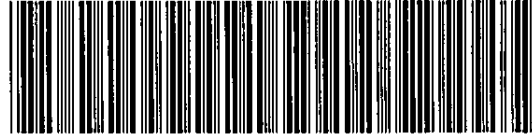
(Business Entity Name)

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06/18/15--01005--006 **43.75

Amended &
Restated &
Name Change

FILED
2015 JUL 15 PM 2:46
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

JUL 15 2015
A RAMSEY

000789, 01173, 00671

COVER LETTER

• **TO:** Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida's Water and Land Legacy, Inc.

DOCUMENT NUMBER: N12000006765

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

Please return all correspondence concerning this matter to the following:

Aliki Moncrief

(Name of Contact Person)

Florida Conservation Voters (formerly Florida's Water and Land Legacy)

(Firm/ Company)

1700 N. Monroe Street, #11-286

(Address)

Tallahassee, FL 32303

(City/ State and Zip Code)

For further information concerning this matter, please call:

Aliki Moncrief

(Name of Contact Person)

at (850) 629-4656

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 29, 2015

Aliki Moncrief
Florida Conservation Voters
1700 N. Monroe Street #11-286
Tallahassee, FL 32303

SUBJECT: FLORIDA'S WATER AND LAND LEGACY, INC.
Ref. Number: N12000006765

We have received your document for FLORIDA'S WATER AND LAND LEGACY, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 315A00013619



FLORIDA'S Water & Land Legacy

Florida's Water and Land Legacy
1700 N. Monroe St., Ste. 11-286
Tallahassee, Florida 32303
(850) 629-4656
www.FloridaWaterLandLegacy.org

Re: Letter Number 315A00013619

July 13, 2015

Annette Ramsey
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Ramsey:

As we discussed last week, I have revised the Amended and Restated Articles of Incorporation for Florida's Water and Land Legacy.

Enclosed, please find a copy of the transmittal letter that you sent, along with the revised document.

Please let me know if I can provide any additional information in order for you to proceed with this filing. My phone number and email are provided above.

Thank you,

Alik Moncrief, Executive Director

RECEIVED
JUL 15 PM 1:30
DIVISION OF CORPORATIONS
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

FILED

2015 JUL 15 PM 2:46

FLORIDA'S WATER AND LAND LEGACY, INC.

CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Article XII of the corporation's original Articles of Incorporation, filed July 12, 2012, and Florida law, the Articles of Incorporation of the corporation are hereby amended in toto, except as to original incorporators, as follows.

ARTICLE I

Name and Principal Place of Business

The corporation formerly named "Florida's Water and Land Legacy, Inc." shall now be named "Florida Conservation Voters, Inc." The principal place of business is 1700 North Monroe Street, Suite 11-286, Tallahassee, Florida 32303.

ARTICLE II

Duration

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law.

ARTICLE III

Purpose

The purpose for which this corporation is created and maintained shall be exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code. The corporation is organized specifically for the purposes of public education and advocacy to promote protection of the environment and conservation of natural resources and to engage in any lawful purposes not for pecuniary profit. Subject to the foregoing, the corporation shall have and enjoy all the powers conferred upon a not for profit corporation organized under the laws of the state of Florida.

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; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, and other private citizens and to make payments and distributions in furtherance of the purposes set forth herein and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

ARTICLE IV

Members

The form and classifications of membership of the corporation shall be established by the Board of Directors as provided in the by-laws and may consist of separate categories of membership, each with different rights and responsibilities.

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ARTICLE V
Registered Office and Agent

The street address and city of the registered office of the corporation is: 306 North Monroe Street, Tallahassee, Florida 32301.

The name of the registered agent at such address is Alik Moncrief.

ARTICLE VI
Board of Directors

The number of persons constituting the Board of Directors of the corporation shall not be less than five (5). The number of Directors shall be established in the by-laws. The by-laws shall provide the process for the selection of Directors. There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes. Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore. The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as from time to time may be determined necessary and appoint the membership on such committees.

ARTICLE VII
Officers

The corporation shall have such Officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws. The corporation shall have at least the following Officers – Chair/President, Secretary, and Treasurer. An individual may hold more than one office in the corporation. Duties of Officers shall be described in the by-laws.

ARTICLE VIII
Indemnification of Officers and Directors

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

This corporation is organized on a non-stock basis.

ARTICLE X
Dissolution

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state, or local government to be used for exclusively public purposes.

ARTICLE XI
Amendments

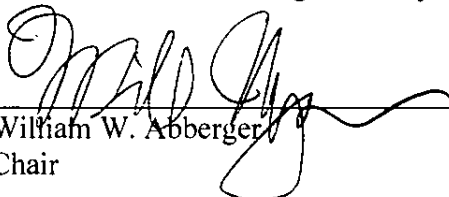
These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose. The by-laws of the corporation may be made, amended or rescinded by a majority vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose.

ARTICLE XII
Incorporator

The name and address of the original incorporator of this Corporation is as follows:

William W. Abberger
306 N. Monroe Street
Tallahassee, FL 32301

IN WITNESS WHEREOF, and pursuant to a majority vote of approval of these Amended and Restated Articles of Incorporation by the Board of Directors, I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.



William W. Abberger
Chair

There are no members entitled to vote on the amendments. The Amended and Restated Articles of Incorporation of Florida's Water and Land Legacy were adopted by the board of directors on June 10, 2015.

VERIFICATION

STATE OF FLORIDA)
COUNTY OF LEON)

The foregoing instrument was acknowledged before me this 16 day of June, 2015, by William W. Abberger, who is personally known to me or has produced satisfactory evidence of identification.

(SEAL)



Stacy S. Gayhart
Stacy S. Gayhart, Notary Public

ACCEPTANCE BY REGISTERED AGENT

I, Alik Moncrief, the Registered Agent named in the foregoing Amended and Restated Articles of Incorporation, by the execution of this acceptance, do hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, affirm that I am familiar with and accept the appointment as registered agent and agree to act in this capacity, and agree to maintain normal business hours at the following address: 306 North Monroe Street, Tallahassee, Florida 32301.

Alik Moncrief
Alik Moncrief
Registered Agent