

N120000007598

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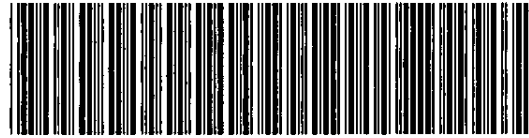


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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 FEB 12 PM 2:55

Amend

FEB 15 2013

T. BROWN

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: South Florida Deaf Recreation Association, Inc.

DOCUMENT NUMBER: N12000007598

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

Please return all correspondence concerning this matter to the following:

Victor Solano

(Name of Contact Person)

South Florida Deaf Recreation Association

(Firm/ Company)

13727 SW 152 St Suite 404

(Address)

Miami, FL 33177

(City/ State and Zip Code)

info@sfladra.org

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

For further information concerning this matter, please call:

Barbara Chotiner

(Name of Contact Person)

at (305) 469-7114

(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
DIVISION OF CORPORATIONS
13 FEB 12 PM 2:55

South Florida Deaf Recreation Association, Inc.

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

N12000007598

(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:

NA

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)

NA

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

13727 SW 152 St #404

Miami, FL 33177

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:

NA

13727 SW 152 St #404

(Florida street address)

New Registered Office Address:

Miami

(City)

Florida 33177

(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.

NA

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	<u>NA</u>	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
2) <input type="checkbox"/> Change	<u>NA</u>	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
3) <input type="checkbox"/> Change	<u>NA</u>	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
4) <input type="checkbox"/> Change	<u>NA</u>	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
5) <input type="checkbox"/> Change	<u>NA</u>	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
6) <input type="checkbox"/> Change	<u>NA</u>	_____	_____
<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)

SEE ATTACHED

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA DEAF RECREATION ASSOCIATION, INC.**
(In compliance with Chapter 617, Florida Statutes)

Article I amended to read:(name of corporation did not change).

ARTICLE I NAME

The name of the corporation shall be:

South Florida Deaf Recreation Association, Inc.

Article II changed/amended to read: (address of corporation changed)

ARTICLE II PRINCIPAL OFFICE

The principal street and mailing address of the Corporation is:

13727 SW 152 St Suite 404

Miami, Florida 33177

Article III changed/amended to read:

ARTICLE III PURPOSE

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended. The Corporation is also organized for the purpose of making contributions or donations to other organizations within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended, and exempt from taxation under 501(a) of the Internal Revenue Code, as amended. The Corporation is organized to establish and conduct sporting, social, cultural and recreational activities for people who are deaf or hard of hearing and their families and friends to enable them to meet other people who are deaf or hard of hearing, to explore new experiences and challenges and to build strong networks with each other and other communities free from communication barriers.

Article IV changed/amended to read:

ARTICLE IV DURATION

The duration of the Corporation is perpetual.

Article V amended/changed to read:

ARTICLE V MANNER OF ELECTION OF OFFICERS

The Directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the Bylaws of the Corporation. At all times, the Board shall consist of at least five (5) Directors.

Article VI changed/amended to read (Directors are not changed; only the number of the article listing the names has changed)

ARTICLE VI INITIAL DIRECTORS

The initial Directors of the Corporation are:

Victor Solano

Miami, Florida 33177

Jeffrey Tuchband

Miami, Florida 33177

Barbara Chotiner

Miami, Florida 33177

Martin Stein

Miami, Florida 33177

Thomas Escobar

Miami, Florida 33177

Article VII changed/amended to read:

ARTICLE VII POWERS

The powers of the Corporation shall be provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statutes, and limited in manners not consistent with Florida law, and with the following limitations within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended from time to time:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private interests, except that the Corporation shall be authorized and empowered to pay a reasonable compensation for services rendered by its employees, and make payments and distributions in furtherance of the purposes set forth in Article III.
2. No substantial part of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article III.
3. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended, unless the Corporation elects the provisions of Sec. 501(h) of the Internal Revenue Code, as amended.
4. The Corporation shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office, within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended.
5. Notwithstanding any other provisions 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 Sec. 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under Sec. 170(c)(2) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code.
6. Should the Corporation chose to litigate, using its own staff attorneys, the corporation shall comply with guidelines provided in Rev. Proc.

92-59, 1992-2C.B.411-12, as amended, superseded, or modified. The Bylaws of the Corporation shall adopt applicable provisions accordingly.

7. Notwithstanding any other provisions of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.
8. The Corporation shall adopt a conflict of interest policy as required within the meaning of Sec 501(c)(3) of the Internal Revenue Code, as amended.

Article VIII changed/amended to read:

ARTICLE VIII MEETINGS

1. After incorporation, the Board of Directors shall hold an Organizational Meeting in accordance with Chapter 617, Florida Statutes, as amended.
2. The Directors may participate in regularly-scheduled and/or special meetings by, or conduct the meeting(s) through, the use of any means of communication which allows all Directors participating to simultaneously hear one another. A Director participating in such a meeting is deemed present at the meeting. Alternatively, the Directors may take actions through signed email communications provided all Board members are in agreement.

Article IX added to read (Incorporator did not change; address of incorporator changed)

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Victor Solano
13727 SW 152 St Suite 404
Miami, FL 33177

Article X added to read:

ARTICLE X DISSOLUTION

1. Upon dissolution of the Corporation, assets: (a) shall be distributed for one or more exempt purposes within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code, or (b) shall be distributed to the federal government, or to a state or local government, for a public purpose.
2. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such an organization(s) as the court shall determine which are organized and operated exclusively for a public purpose.

Article XI is the same named registered agent but with a change of address.

ARTICLE XI REGISTERED AGENT

The Registered Agent and Registered Office of the Corporation is:
Victor Solano, 13727 SW 152 St Suite 404, Miami, FL, 33177.

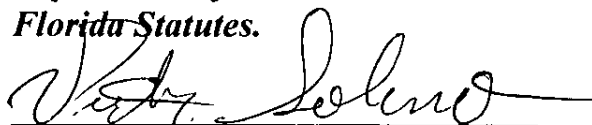
Having been named Registered Agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent, and agree to act in this capacity.



Signature of Registered Agent

02/02/13
Date

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 Florida Department of State constitutes a third degree felony as provided in Sec. 817.155, Florida Statutes.



Signature of Incorporator

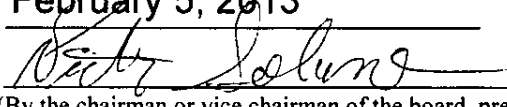
02/02/13
Date

The date of each amendment(s) adoption: February 2, 2013

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 February 5, 2013
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)

Victor Solano
(Typed or printed name of person signing)
Chairman of the Board
(Title of person signing)