

N1200008412

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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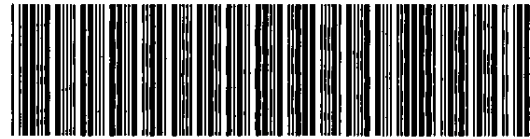
(Business Entity Name)

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FILED
13 DEC -5 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N12000008412
Originally filed
August 31, 2012
Sec. of State
bmcknight

GARDEN CLUB OF THE UPPER KEYS, INC

**TO: FI Dept of Corporations
FROM: MARILYN ROGERS
PRESIDENT
GARDEN CLUB UPPER KEYS, INC
EIN 46-1027108**

* We are seeking expedited consideration of our 501 (c) (3) application from the IRS.
We need to respond to provide them proof that this changes have been 'properly *
filed and approved by your appropriate State agency" by December 12.

Please find enclosed:

1. A check for fees: \$52.50.
2. The newly adopted language for our Articles of Incorporation.

Please contact ASAP if you need any additional information. I look forward to a
quick response! Thanks so much for your attention to this!

keyscoach@gmail.com
305-394-2424

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Garden Club of the Upper Keys, Inc

DOCUMENT NUMBER: N12000008412

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

Please return all correspondence concerning this matter to the following:

Marilyn Rogers

(Name of Contact Person)

Garden Club of the Upper Keys, Inc

(Firm/ Company)

PO Box 373

(Address)

Tavernier, FL 33070

(City/ State and Zip Code)

keyscoach@gmail.com

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

For further information concerning this matter, please call:

Marilyn Rogers

(Name of Contact Person)

at 305 394-2424

(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 | ☒ \$52.50 Filing Fee & Certificate of Status |
| | | (Additional copy is enclosed) | 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

GARDEN CLUB OF THE UPPER KEYS, INC

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

FILED

13 DEC -5 PM 4:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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:

n/a 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:

n/a
(Florida street address)

New Registered Office Address:

_____, Florida
(City)

_____, Florida
(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.

n/a
Signature of New Registered Agent, if changing

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

See attached sheet for adopted amended language, per IRS Letter 1312

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

N12000008412
Originally filed
August 31, 2012
Sec. of State
bmcknight

**GARDEN CLUB OF THE UPPER KEYS, INC
AMENDMENTS TO ARTICLES OF INCORPORATION
ADOPTED by the Board Of Directors 12.2.13**

ARTICLE IX

The Garden Club of the Upper Keys, Inc is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE X

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carryon on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) of any political campaign on behalf of a candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE XI

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 ©(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed by to the federal government, or to a state or local government, for a public purpose. Any such assts not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The date of each amendment(s) adoption: 12.2.13, if other than the date this document was signed.

Effective date if applicable: 12.2.13
(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 12.3.13

Signature Marilyn Rogers
(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)

Marilyn Rogers

(Typed or printed name of person signing)

President

(Title of person signing)