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Nov 19, 2013, 8:55AM

Barnett, Bolt

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**ARTICLES OF AMENDMENT AND RESTATEMENT
OF
ECONOMIC CLUB OF TAMPA, INC.**

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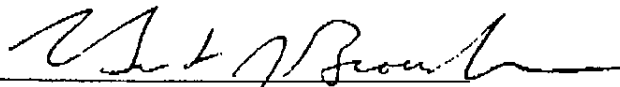
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Pursuant to Section 617.1007 of the Florida Not For Profit Corporation Act, the Articles of Incorporation of ECONOMIC CLUB OF TAMPA, INC., a Florida not for profit corporation (the "Corporation"), are hereby amended and restated as follows:

1. The name of the Corporation is ECONOMIC CLUB OF TAMPA, INC.
2. The Articles of Incorporation, as amended and restated, are attached hereto as **Exhibit A** (the "Amended and Restated Articles").
3. The Corporation does not presently have members and therefore member approval is not required.
4. The directors of the Corporation adopted the Amended and Restated Articles pursuant to a unanimous written consent dated November 18, 2013.

IN WITNESS WHEREOF, the undersigned President of the Corporation executed these Articles of Amendment and Restatement on the 18th day of November, 2013.

ECONOMIC CLUB OF TAMPA, INC.

By: 
Hunter J. Brownlee, President

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Exhibit A

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ECONOMIC CLUB OF TAMPA, INC.

The Amended and Restated Articles of Incorporation of ECONOMIC CLUB OF TAMPA, INC., a Florida not for profit corporation, shall read in their entirety as set forth below:

ARTICLE 1

Name

The name of the corporation is Economic Club of Tampa, Inc. (hereinafter the "Corporation").

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office of the Corporation is 6807 MacDill Avenue, Tampa, Florida 33611, and the mailing address of the Corporation is P.O. Box 13968, Tampa, Florida 33681.

ARTICLE 3

Purposes

The Corporation is organized for civic and social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue law. Notwithstanding the other provisions herein, the Corporation shall only conduct or carry on activities permitted to be conducted or carried on by an organization exempt under Section 501(c)(4) of the Code. The

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Corporation may do any and all things hereinabove set forth, and all things usual, necessary or proper in furtherance of or incidental to the purposes of the Corporation.

ARTICLE 4

Board of Directors

This Corporation initially shall have thirteen (13) directors. The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than three (3) nor more than fifteen (15). The method of election of directors shall be as stated in the bylaws of the Corporation. The names of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
John B. Brannan	P.O. Box 13968 Tampa, Florida 33681
Hunter J. Brownlee	P.O. Box 13968 Tampa, Florida 33681
John M. Colman	P.O. Box 13968 Tampa, Florida 33681
Graeme Fraser	P.O. Box 13968 Tampa, Florida 33681
John Kynes	P.O. Box 13968 Tampa, Florida 33681
James A. Maguire	P.O. Box 13968 Tampa, Florida 33681
Robert P. Miles	P.O. Box 13968 Tampa, Florida 33681
Gregory J. Orcutt	P.O. Box 13968 Tampa, Florida 33681
Paul Schnitzlein	P.O. Box 13968 Tampa, Florida 33681

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Board of Directors
(continued)

<u>NAME</u>	<u>ADDRESS</u>
Mike Starkey	P.O. Box 13968 Tampa, Florida 33681
Ken Walters	P.O. Box 13968 Tampa, Florida 33681
Ted Wilson	P.O. Box 13968 Tampa, Florida 33681
Michael J. Zmistowski	P.O. Box 13968 Tampa, Florida 33681

ARTICLE 5

Officers

The names and addresses of the officers of the Corporation shall be as follows:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
Hunter J. Brownlee P.O. Box 13968 Tampa, Florida 33681	President
Gracme Fraser P.O. Box 13968 Tampa, Florida 33681	Vice President
Mike Starkey P.O. Box 13968 Tampa, Florida 33681	Secretary
John B. Brannan P.O. Box 13968 Tampa, Florida 33681	Treasurer

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ARTICLE 6

Members

The Corporation shall have members. The classes and terms of membership shall be as set forth in the bylaws.

ARTICLE 7

Registered Office and Agent

The registered office of the Corporation shall be 3903 Kinnery Run, Tampa, Florida 33618. The registered agent at such address shall be James A. Maguire.

ARTICLE 8

Duration

This Corporation shall have perpetual existence.

ARTICLE 9

Indemnification

This Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law and as provided in the bylaws.

ARTICLE 10

Bylaws

The board of directors shall adopt bylaws of the Corporation. The power to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the board of directors of the Corporation.

ARTICLE 11

Distribution of Assets

No part of the net earnings of the Corporation shall inure to the benefit of any director,

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officer or member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no director, officer or member of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE 12

Distribution of Assets Upon Liquidation

Upon the dissolution of the Corporation, its assets shall be distributed to one or more exempt organizations, which would qualify under the provisions of 501(a) of the Internal Revenue Code of 1986, as amended, and which, if practical, are engaged in affairs substantially similar to those of the Corporation, and selected by the board of directors in its sole discretion. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principle office of the Corporation is then located, exclusively for exempt purposes within the meaning of Section 501(a) or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 13

Amendment to Articles

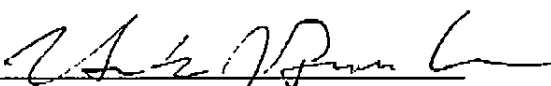
These Articles of Incorporation may be amended by a majority of the entire board of directors of the Corporation.

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IN WITNESS WHEREOF, the undersigned President of the Corporation executed these
Amended and Restated Articles of Incorporation on the 18th day of November, 2013.

ECONOMIC CLUB OF TAMPA, INC.

By:


Hunter J. Brownlee
President

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