

N130000634

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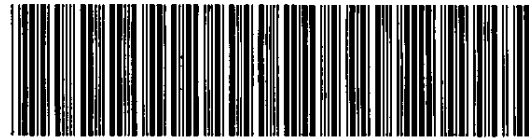
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

And

NOV 13 2013

R. WHITE

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SAVETHE INDIAN RIVER LAGOON ESTUARY NOW, INC.

DOCUMENT NUMBER: N13000006324

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

Please return all correspondence concerning this matter to the following:

SCOTT STRADLEY

(Name of Contact Person)

(Firm/ Company)

1797 14TH AVE

(Address)

VERO BEACH, FL 32960

(City/ State and Zip Code)

SCOTT@STIRLEN.ORG

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

For further information concerning this matter, please call:

SCOTT STRADLEY

(Name of Contact Person)

at (

772) 562-5435

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

13 NOV -8 AM 11:54

SAVE THE INDIAN RIVER LAGOON ESTUARY NOW, INC.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N13000006324

(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:

_____ 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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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.

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>

Type of Action
(Check One)

Title

Name

Address

1) ☐ Change

☐ Add

☐ Remove

2) ☐ Change

☐ Add

☐ Remove

3) ☐ Change

☐ Add

☐ Remove

4) ☐ Change

☐ Add

☐ Remove

5) ☐ Change

☐ Add

☐ Remove

6) ☐ Change

☐ Add

☐ Remove

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

AMENDING THE COMPLETE ARTICLES OF INCORPORATION
FOR THE CORPORATION.

SEE ATTACHED AMENDED ARTICLES OF INCORPORATION.

The date of each amendment(s) adoption: November 1st 2013, if other than the date this document was signed.

Effective date if applicable: November 1st 2013
(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 November 1st 2013

Signature [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)

SCOTT STRADLEY

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

AMENDED ARTICLES OF INCORPORATION

Save The Indian River Lagoon Estuary Now, Inc. (A Florida Non-Profit Corporation)

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Amended Articles of Incorporation for the purpose of forming a Corporation not for profit under and by virtue of the laws of the state of Florida, does hereby adopt(s) the following Amended Articles of Incorporation.

Article 1: Name

The name of the Corporation shall be Save The Indian River Lagoon Estuary Now, Inc.

Article 2: Place of Business

The principal place of business and mailing address of this Corporation within the State of Florida shall be: 1797 14th Avenue Vero Beach, FL 32960.

Article 3: Nature of Business

The specific purpose for which the Corporation is initially organized is to establish, maintain, and oversee the provision of research and education into the environmental conditions and the causes of the deterioration of the Indian River Lagoon Estuary located in Indian River County of the State of Florida and create departments necessary to support non-profit activities and to also engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation 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 this Article. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends. The balance, if any, of all moneys received by the Corporation from its operations, after the payment in full off all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying

out only the charitable purpose or purposes of the Corporation set forth in these Articles of Incorporation.

This Corporation may also engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation, or any other charitable, religious, educational, and scientific activities allowed under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 4: Members

This corporation shall have no voting members, but the Board of Directors may, by resolution, establish one or more classes of nonvoting members and provide for eligibility requirements for membership and rights and duties of members, including the obligation to pay dues.

The property of this Corporation is irrevocably dedicated to non-profit and charitable purposes, and no part of the net income of this Corporation shall ever inure to the benefit of any member thereof and in no event shall any assets or property of the Corporation, in the event of dissolution thereof, go or be distributed to the Members, if any, either for the reimbursement of any sum subscribed, donated or contributed by such member, or for any other purpose.

Article 5: Directors

The Board of Directors of the Corporation shall be appointed by in the manner set forth in the Bylaws.

Directors may be removed and the vacancies shall be filled in the manner provided by the Bylaws.

The Directors named in these articles shall serve as directors for the ensuing year, or until the first annual meeting of the Corporation, and any vacancies before then shall be filled in the manner set forth in the Bylaws.

The Board of Directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the Corporation in any other capacity and receive compensation there from in any form.

The Directors whose positions and duties are set forth in the Bylaws will manage the affairs of this Corporation. The names and addresses of the directors who are to serve until the first election are as follows:

Scott Stradley, 1797 14th Avenue, Vero Beach, FL 32960

Tim Zorc, PO Box 7111, Vero Beach, FL 32961

Article 6: Term of Existence

The date of commencement of corporate existence shall be when these articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; then Corporation is to exist perpetually until it is dissolved. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for any public purpose. Any such 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 7: Bylaws

The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in the manner provided by such Bylaws.

Article 8: Incorporator(s)

The names and addresses of the incorporator(s) are
Scott Stradley, 1797 14th Avenue, Vero Beach, FL 32960

Article 9: Registered Agent

The names and addresses of the Corporation's Registered Agent are:
Scott Stradley, 1797 14th Avenue, Vero Beach, FL 32960

Article 10: Officers

The affairs of the Corporation shall be managed by officers elected by the Board of Directors at its annual meeting. The officers shall serve until the next annual meeting of the Board of Directors, unless removed earlier in accordance with the Bylaws.

The General officers of the Corporation shall be the President, Secretary, and Treasurer. The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the Corporation.

Whenever the Board of Directors may so order, any two officer positions may be held by one person, providing that their duties do not conflict with each other.

The President shall preside at all meetings of the members of the Board of Directors and shall attend to the general supervision of the Corporation. The President shall be the Chairperson of the Board of Directors.

The initial officers of the Corporation for the first year of the Corporation's existence, or until their successors are elected shall be:

Scott Stradley, President, 1797 14th Avenue, Vero Beach, FL 32960

Article 11: Indemnification

The Corporation shall indemnify any Director or Officer, or former Director or Officer, against expenses actually and necessarily incurred by them or any amount paid in satisfaction of judgments in connection with any action, suit or proceeding, whether civil or criminal in nature, in which they are made a party by reason of being or having been such Director or Officer (whether or not a Director or Officer at the time such costs or expenses are incurred by or imposed upon them) except in relation to the matters as to which they shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. The Corporation may also reimburse to any Director or Officer the reasonable costs of settlement of any such action, suit or proceeding if it shall be found either by a majority of the Directors not involved in the matter of controversy, whether or not a quorum, or by a majority vote of the Members present in a regular or special meeting called for that purpose, that it was to the interest of the Corporation that such settlement be made and that such Director or Officer was not guilty of gross negligence or willful misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such Director or Officer may be entitled by law, or otherwise.


Article 12: Amendments to the Articles of Incorporation

These articles of Incorporation may be amended in the manner provided by statute or in the following manner:

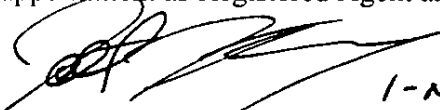
Every amendment shall be approved by the Board of Directors.

I, THE UNDERSIGNED, for the purposes of becoming a Corporation not for profit under the provisions of the laws of the State of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these Amended Articles of Incorporation and do hereby certify that these Amended Articles of Incorporation has been ratified, approved and adopted by the Board of Directors of the Corporation.

WITNESS my respective hand and seal on the date and place indicated below.


1-NOV-2013
Scott Stradley

Having been named as 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.


1-NOV-2013
Scott Stradley