

N1400000295

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

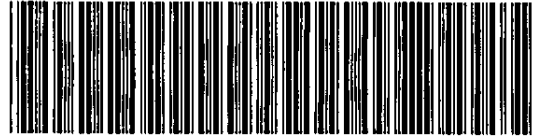
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Attachment
Cannot be titled Art. 9
4-1-16

Office Use Only



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05/10/16--01006--018 **43.75

FILED
16 JUN 22 PM 4:23
ST. LOUIS, MO
FBI

Amel

JUN 22 2016
R. WHITE



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED

16 JUN -6 PM 4:51

STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 11, 2016

PETER VAN ROEKENS
5300 OCEAN BLVD STE 201
SARASOTA, FL 34242

SUBJECT: SOSS2, INC.
Ref. Number: N14000002595

We have received your document for SOSS2, 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):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

Also, page 3 says "See Attachement" but there is no attachement with this document. Please also include the attachement if you want it to be part of the record.

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.

Rebekah White
Regulatory Specialist II

Letter Number: 716A00009984



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 7, 2016

PETER VAN ROEKENS
5300 OCEAN BLVD STE 201
SARASOTA, FL 34242

SUBJECT: SOSS2, INC.
Ref. Number: N14000002595

We have received your document for SOSS2, 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):

The attachment to the articles of amendment cannot be titled "Articles of Incorporation because articles of incorporation already exist for this entity. You may entitle it "attachement to the articles of amendment."

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.

Rebekah White
Regulatory Specialist II

Letter Number: 516A00011999

RECEIVED
16 JUN 22 PM 12:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SOSS2, Inc.

DOCUMENT NUMBER: N14000002595

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

Please return all correspondence concerning this matter to the following:

Peter van Roekens
Name of Contact Person
SOSS2, Inc.
Firm/ Company
5300 Ocean Blvd STE 201
Address
SarasotaFL. 34242
City/ State and Zip Code

sooss2@earthlink.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Peter van Roekens at (941) 952-7000
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|---|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input 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
16 JUN 22 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOSS2, Inc.

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

N14000002595

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida 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," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

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:

(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.

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 Attachment

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

The date of each amendment(s) adoption: May 4, 2016, if other than the date this document was signed.

Effective date if applicable: May 4, 2016
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 May 4, 2016

Signature J Ezcurrea
(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)

Jeanne Ezcurrea
(Typed or printed name of person signing)

Treasurer, SOSS 2, Inc.
(Title of person signing)

ATTACHMENT to ARTICLES OF INCORPORATION

SOSS2, Inc.

ARTICLE I

NAME

1.01 Name

The name of this corporation shall be **SOSS2, Inc.** The business of the corporation may be conducted as **SOSS2, Inc.** or Save Our Siesta Sand.

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

SOSS2, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. **SOSS2, Inc.** purpose is to ensure no harm comes to Siesta Key beaches, waterfront properties or navigation in Sarasota Big Pass.

Purpose in detail: We provide education by offering free lectures and publications utilizing social media channels and the corporation's website to provide facts, statistics, and other related data on current information as it pertains to the proposed dredging of Sarasota Big Pass by the City of Sarasota and the Army Corps of Engineers.

Our programs include sending out ambassadors to raise social consciousness about the cause on a local level, and to hold fundraising events in order to provide legal funds for the inevitable lawsuit to stop the dredging efforts.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

3.02 Public Benefit

SOSS2, Inc. is designated as an ecological and social benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

SOSS2, Inc. is organized exclusively for charitable and educational purposes. No part of the net earnings of **SOSS2, Inc.** shall be used 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, 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.

SOSS2, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **SOSS2, Inc.** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the **SOSS2, Inc.** any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **SOSS2, Inc.** hereunder shall be selected by the discretion of a majority of the managing body of the **SOSS2, Inc.** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **SOSS2, Inc.** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

SOSS2, Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Peter van Roekens (Chairman)

Jeanne Ezcurra (Treasurer)

Vernon Johnson (Director)

Diane Erne (Director)

Mark Smith (Director)

ARTICLE VI

MEMBERSHIP

6.01 Membership

SOSS2, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

**5300 Ocean Blvd Ste 201
Sarasota, FL 34242**

Certificate Of Adoption Of Articles Of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of **SOSS2, Inc.** were approved by the board of directors on **5/4/2016** and constitute a complete copy of Articles of Incorporation of the **SOSS2, Inc.**

Names, addresses and signatures of all on the Board of Directors:

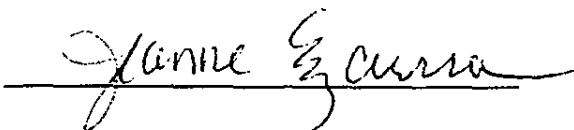
Peter Van Roekens

5300 Ocean Blvd Ste. 201
Sarasota, FL 34242



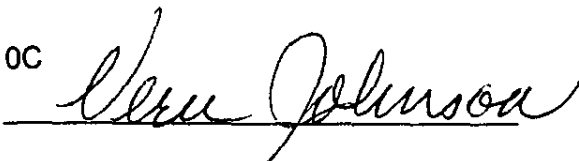
Jeanne Ezcurra

5030 Commonwealth Dr.
Sarasota, FL 34242



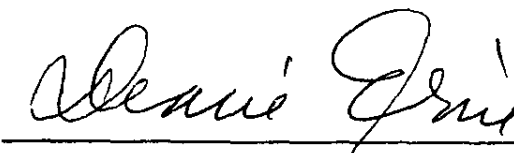
Vernon Johnson

5770 Midnight Pass Rd # 110C
Sarasota, FL 34242

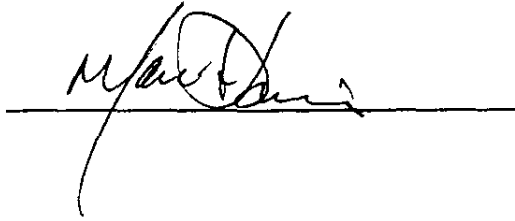


Diane Erne

225 Hourglass Way Apt 103
Sarasota, FL 34242



Mark Smith
5032 Calle Minorga
Sarasota, FL 34242

A handwritten signature, appearing to read "Mark Smith", is written over a solid horizontal line. The signature is in cursive and includes a large, stylized "S" at the end.