

N/140000003127

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida - Georgia Football Inc.

DOCUMENT NUMBER: N14000003127

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

Please return all correspondence concerning this matter to the following:

Christopher H. Moran

(Name of Contact Person)

Moran & Smith LLP

(Firm/ Company)

15 N. Stewart Street,

(Address)

Quincy, Florida 32351

(City/ State and Zip Code)

Cmoran@moransmithcpa.com

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

For further information concerning this matter, please call:

Wade Rollinson

850

345-9449

at

(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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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

Florida - Georgia Football Inc.

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

N14000003127

(Document Number of Corporation (if known))

15 OCT 12 AM 11:38
FILED

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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

15 N. Stewart Street

(Florida street address)

New Registered Office Address:

Quincy

(City)

, Florida 32351

(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

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 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"/> NA Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> NA Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> NA Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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 Attachment A (Amended articles of incorporation)

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.

Attachment A

Amended Article of Incorporation for Florida – Georgia Football Inc. #N14000003127

Article I (NO CHANGE)

Article II (NO CHANGE)

ARTICLE III

The specific purpose

3.01 Purpose

Florida – Georgia Football 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. Florida – Georgia Football Inc. is organized to educate student athletes to demonstrate sportsmanship and character by bringing elite high school football players of Florida and Georgia together in a competitive event.

Our program is designed to educate and inspire student athletes on and off the field. We provide educational materials and guest speakers for a variety of topics. These include financial literacy, NCAA compliance, alternate careers in sports, domestic abuse, downfalls of illegal drug use, and social media dangers are some of the topics we cover. The program covers several days and culminates with an all-star football game between players from Florida and Georgia.

3.02 PUBLIC BENEFIT

Florida – Georgia Football Inc..is designated as a public benefit corporation.

3.03 NON-PROFIT NATURE

Florida – Georgia Football Inc. is organized for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501 (C) 3 of the Internal Revenue Code. No part of the net earnings of Florida – Georgia Football Inc. shall inure to the benefit of, or be distributable to its member, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth hereof.

3.04 PERSONAL LIABILITY

No officers or directors of this corporation shall be personally liable for the debts or obligations of the Florida – Georgia Football Inc. of any nature whatsoever, nor shall any property or assets of the officers or directors be subject to the payments of the debts or obligations of this corporation.

Attachment A

3.05 DISSOLUTION

Upon termination or dissolution of the Florida – Georgia Football 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 which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the our corporation. The organization to receive the assets of the Florida – Georgia Football Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Florida – Georgia Football Inc.

3.06 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 in any political campaign on behalf of on in opposition to any candidate for public office.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described by section 501 (C)(3) of the Internal Revenue Code.

Article IV (No change)

Article V

Registered agent is Chris H. Moran

15 N Stewart Street, Quincy Florida 32351

Article VI (No Change)

Article VII (No Change)

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

Effective date if applicable: _____
(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 10/01/2015

Signature  CPA

(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)

CHRISTOPHER H. MORAN
(Typed or printed name of person signing)

TREASURER.
(Title of person signing)