

N14000008463

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

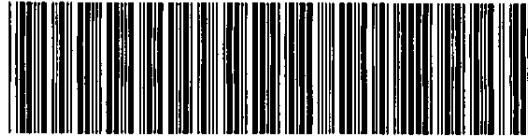
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200268708302

01/23/15--01024--024 **35.00

FILED
15 JAN 23 AM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CRIM
1-27-15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Economic Incubators, Inc.

DOCUMENT NUMBER: N14000008463

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

Please return all correspondence concerning this matter to the following:

Gregory L. Urbancic, Esq.

(Name of Contact Person)

Coleman, Yovanovich & Koester, P.A.

(Firm/ Company)

4001 Tamiami Tr. N., Suite 300

(Address)

Naples, FL 34103

(City/ State and Zip Code)

gurbancic@cyklawfirm.com

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

For further information concerning this matter, please call:

Gregory L. Urbancic

(Name of Contact Person)

at (239) 435-3535

(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
(Additional copy is
enclosed)

☐ \$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

FILED
15 JAN 23 AM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ECONOMIC INCUBATORS, INC.

(A FLORIDA NOT-FOR-PROFIT CORPORATION)

At a special meeting of the Board of Directors of Economic Incubators, Inc. (the "Corporation"), the following First Amended and Restated Articles of Incorporation (these "Articles") were adopted on January 14, 2015, as follows:

ARTICLE I
CORPORATE NAME AND ADDRESS

The name of the Corporation is Economic Incubators, Inc., with its principal office located at 9530 Marketplace Road, Suite 104, Fort Myers, Florida 33912. The mailing address of the Corporation is the same as the principal office. The Board of Directors may from time to time move the principal office of the Corporation to any other address in Florida.

ARTICLE II
PURPOSE AND NATURE OF CORPORATION

The purpose of the Corporation is 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 of 1986, as subsequently amended (the "Internal Revenue Code"), or the corresponding section of any future federal tax code.

ARTICLE III
POWERS

The Corporation shall have the power, either directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt functions of charitable organizations set forth in Section 501(c)(3) of the Internal Revenue Code and its regulations as the same now exist or as they may be hereafter amended from time to time, or the corresponding section of any future federal tax code.

ARTICLE IV
MEMBERSHIP

The Corporation shall have no members and shall operate as a non-member not-for-profit corporation pursuant to Chapter 617, Florida Statutes.

ARTICLE V
TERM OF EXISTENCE

The Corporation was formed on September 11, 2014 and shall have perpetual existence unless otherwise dissolved in accordance with these Articles or the Corporation's Bylaws.

FILED
15 JAN 23 AM 1:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI
DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be appointed or elected pursuant to the Bylaws of the Corporation. The number of directors shall be fixed as set forth in the Bylaws, but shall never be an even number or less than three (3). The initial members of the Board of Directors, and their respective officer positions (if any), shall be:

✓ Kenneth J. O'Leary
9530 Marketplace Road
Fort Myers, Florida 33912

✓ Michael Nagle
9530 Marketplace Road
Fort Myers, Florida 33912

✓ Joseph Wheeler
9530 Marketplace Road
Fort Myers, Florida 33912

✓ Joseph Paterno
9530 Marketplace Road
Fort Myers, Florida 33912

✓ Lewis Albert
9530 Marketplace Road
Fort Myers, Florida 33912

✓ Brian Settle
10862 Longshore Way West
Naples Florida 34119

Lou Traina
8099 College Parkway
Robinson Hall, I-213
Fort Myers, FL 33919

ARTICLE VII
OFFICERS

The officers of the Corporation shall be elected annually by the Board of Directors as set forth in the Bylaws of the Corporation.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the registered agent at such address is Gregory L. Urbancic, Esq.

ARTICLE IX
BYLAWS

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the Bylaws may be amended, altered, or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose in accordance with the Bylaws of the Corporation.

ARTICLE X
AMENDMENTS

Amendments to these Articles may be proposed by any member of the Board of Directors and approved by an affirmative vote of not less than two-thirds (2/3) of a quorum of the Board of Directors present at a meeting of the Board of Directors duly called for that purpose in accordance with the Bylaws of the Corporation.

ARTICLE XI
LIMITATIONS ON ACTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members (if any), 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 these Articles. 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 by: (i) 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 (ii) 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 XII
DISSOLUTION

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 a 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.

WHEREUPON, at Ft. Myers, Florida on this 14th day of January, 2015, the Corporation hereby certifies accordingly, under its corporate seal in the hands of its President so that, upon the filing hereof with the Secretary of the State of Florida, the Articles of Incorporation of the Corporation shall be deemed amended and restated. There are no members of the Corporation. These Articles were adopted by unanimous approval of the Board of Directors of the Corporation at a special meeting of the Board of Directors.

ATTEST:



Joe Paterno, Secretary

ECONOMIC INCUBATORS, INC.,
a Florida not-for-profit corporation

By: 

Kenneth J. O'Leary, President

(CORPORATE SEAL)

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby certify I am familiar with and accept the designation to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: January 22, 2015.

A handwritten signature in black ink, appearing to read 'Gregory L. Urbancic', written over a horizontal line.

Gregory L. Urbancic, Registered Agent