

N 140000 8643

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 26, 2018

OLIVER J. JANNEY
ATTORNEY AT LAW
8555 WOODBRIAR DRIVE
SARASOTA, FL 34238

SUBJECT: LONGBOAT KEY FIREFIGHTERS ASSOCIATION, INC.
Ref. Number: N14000008643

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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.

Susan Tallent
Regulatory Specialist II

Letter Number: 418A00001764

OLIVER J. JANNEY

Attorney at Law
8555 Woodbriar Drive
Sarasota, FL 34238
(941) 922-8766
Fax: (941) 847-0990

February 14, 2018

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Longboat Key Firefighters Association, Inc.
Document No. N14000008643

Dear Sir or Madam:

In response to your Letter Number 418A00001764, a copy of which is enclosed, I have enclosed for filing an original and two (2) copies of the Amended and Restated Articles of Incorporation for Longboat Key Firefighters Association, Inc., which has been revised in accordance with your letter. The check for \$43.50 for the filing fees and a certified copy of the Articles is on file with the Department of State.

Please send me a certified copy of the Articles once you have filed the Amended and Restated Articles.

Sincerely yours,



Oliver J. Janney

Enclosures

cc: Lt. Bryan Carr w/encl.

RECEIVED
FEB 20 2018
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

OLIVER J. JANNEY

Attorney at Law
8555 Woodbriar Drive
Sarasota, FL 34238
(941) 922-8766
Fax: (941) 847-0990

January 22, 2108

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Longboat Key Firefighters Association, Inc.
Document No. N14000008643

Dear Sir or Madam:

Enclosed for filing are an original and two (2) copies of the Amended and Restated Articles of Incorporation for Longboat Key Firefighters Association, Inc. and a check for \$43.50 for the filing fees and a certified copy of the Articles.

Please send me a certified copy of the Articles and a certificate of status once you have filed the Amended and Restated Articles.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Oliver J. Janney", written in a cursive style.

Oliver J. Janney

Enclosures

cc: Lt. Bryan Carr w/encl.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
LONGBOAT KEY FIREFIGHTERS ASSOCIATION, INC.**

By these Amended and Restated Articles of Incorporation (the "Articles"), the undersigned incorporator forms a corporation not for profit in accordance with the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes) and pursuant to the following provisions:

**ARTICLE I
NAME**

The name of the corporation shall be LONGBOAT KEY FIREFIGHTERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the Corporation."

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Corporation shall be located at 5490 Gulf of Mexico Drive, Longboat Key, Florida 34228.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

Bryan Carr, whose address is 5490 Gulf of Mexico Drive, Longboat Key, Florida 34228, is hereby appointed as the initial registered agent of the Corporation, and the registered office of the Corporation shall be at said address.

**ARTICLE IV
PURPOSES AND POWERS OF THE CORPORATION**

4.1 This Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, which, for purposes of these Articles includes the corresponding provisions of any future United States federal tax code, including, for such purposes, community outreach by Longboat Key Firefighters, including, but not limited to providing training in CPR and fall prevention and assisting residents of Longboat Key who incur significant damage to their homes from fire.

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4.2 Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

4.3 Upon dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is situated exclusively for such purposes.

4.4 The Corporation shall have all of the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations on the exercise of such powers as are expressly set forth in these Articles or in the bylaws of the Corporation (the "Bylaws"). The Corporation shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by these Articles and the Bylaws, and do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Corporation for the purposes of the Corporation and for the maintenance, administration and improvement of the property and common areas within its jurisdiction.

4.5 The Corporation shall not pay dividends, and no portion of any income of the Corporation shall be distributed to its directors or officers (except that reasonable compensation may be paid for services rendered to or for the Corporation with respect to one or more of its purposes), and no director or officer of the Corporation, or private individual or person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE V BOARD OF DIRECTORS

5.1 The affairs of the Corporation shall be managed by a board of not fewer than three (3) or more than eleven (11) directors. The Board of Directors shall, from time to time, fix the number of directors authorized, provided that the number of directors authorized shall generally be an odd number.

5.2 The names and addresses of the initial directors until appointment or election of their successors pursuant to these Articles and the Bylaws are as follows:

Bryan Carr
5490 Gulf of Mexico Drive
Longboat Key, Florida 34228

Brandon Desch
5490 Gulf of Mexico Drive
Longboat Key, Florida

Jose Rivera
5490 Gulf of Mexico Drive
Longboat Key, Florida 34228

5.3 The method of selection of directors shall be provided in the Bylaws.

ARTICLE VI OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at a meeting designated for such purpose, and they shall serve at the pleasure of the Board of Directors.

ARTICLE VII INCORPORATOR

The name and address of the incorporator of the Corporation is as follows:

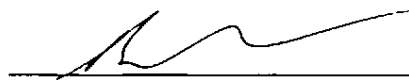
Oliver J. Janney, Esq.
1800 2nd Street, Suite 970
Sarasota, Florida 34236

ARTICLE VIII AMENDMENTS

The power to adopt, alter, amend or repeal these Articles of Incorporation shall be vested in the Board of Directors of the Corporation.

These Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation on January 10, 2018.

IN WITNESS WHEREOF, The undersigned President of the Corporation has signed these Amended and Restated Articles of Incorporation and certifies on this 2nd day of February, 2018 that the Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation on January 10, 2018, without member action and that member action was not required.



Bryan Carr, President