

N 17 0000 10045

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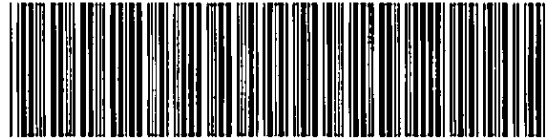
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2018 MAY 30 PM 1:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. GOLDEN

JUN -1 2018

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: SOUTH FLORIDA MUSEUM REAL ESTATE, INC.

DOCUMENT NUMBER: N17000010045

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

Please return all correspondence concerning this matter to the following:

Brian Carter

(Name of Contact Person)

c/o South Florida Museum and Bishop Planetarium, Inc.

(Firm/ Company)

PO Box 9265

(Address)

Bradenton FL 34205

(City/ State and Zip Code)

bbsio@southfloridamuseum.org

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

For further information concerning this matter, please call:

Brian Carter

941

741-2229

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 &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

2018 MAY 30 PM 1:03

SOUTH FLORIDA MUSEUM REAL ESTATE, INC.

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N17000010045

(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:

(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

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>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> 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 EXHIBIT A ATTACHED HERETO

## EXHIBIT A

Article III of the Articles of Incorporation of South Florida Museum Real Estate, Inc. shall be amended and restated in its entirety as follows:

### ARTICLE III

South Florida Museum Real Estate, Inc. (the "Corporation") exists for the purpose of performing the charitable functions and carrying out the charitable purposes of South Florida Museum and Bishop Planetarium, Inc. ("SFM"), which is a Florida nonprofit public benefit corporation and exempt from federal income taxation as a public charity under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and Sections 170(b)(1)(A)(vi) and 509(a)(1) of the Code. The Corporation at all times shall be operated, supervised or controlled by or in connection with SFM within the meaning of Section 509(a)(3) of the Code. To this end, the Corporation shall perform, support and endorse the charitable functions and charitable purposes of SFM. The role of the Board of Directors (the "Board" or "Directors") shall be to determine the strategy, goals and direction of the Corporation and establish realistic priorities and programs within the resources available.

The Corporation is a not for profit corporation as described in the Florida Not For Profit Corporation Act (the "Law"), codified at Chapter 617.01011, *et seq.* of the Florida Statutes. The property of the Corporation is irrevocably dedicated to public, charitable and scientific purposes in a manner which meets the requirements of Section 501(c)(3) of the Code, and Chapter 617 of the Florida Statutes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any 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 purpose of the Corporation as set forth herein. 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 or intervene, including the publishing or distribution of statements, in any political campaign on behalf of any candidate for public office.

The Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax as set forth in Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law, or by an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a) and 2522(a) of the Code, or the corresponding provisions of any future United States Internal Revenue law.

Upon the dissolution of the Corporation, assets shall be distributed to SFM so long as SFM is then an exempt organization under Section 501(c)(3) of the Code. Any such asset not so distributed shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the IRC, or the corresponding section of any future United States Internal Revenue law, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by a court of competent

jurisdiction in the area 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.

05/25/2018

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 5/29/2018

Signature [Handwritten 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)

Brian Carter

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)