

N18000004379

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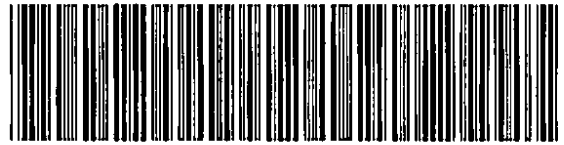
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TALLAHASSEE, FLORIDA

Amend/c
Name chg
AUG 22 2018
ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Naples-On-The-Gulf Kiwanis Charitable Foundation Inc.

DOCUMENT NUMBER: N18000004379

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

Please return all correspondence concerning this matter to the following:

Patrick H. Neale

Name of Contact Person

Patrick H. Neale & Associates

Firm/ Company

5470 Bryson Court, Suite 103

Address

Naples, FL 34109

City/ State and Zip Code

Pneale@patrickneale.com

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

For further information concerning this matter, please call:

Patrick Neale

Name of Contact Person

at (239)

642-1485

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 9, 2018

PATRICK H. NEALE
PATRICK H. NEALE & ASSOCIATES
5470 BRYSON COURT - STE. 103
NAPLES, FL 34109

SUBJECT: NAPLES-ON-THE-GULF KIWANIS CHARITABLE FOUNDATION
INC.
Ref. Number: N18000004379

We have received your document for NAPLES-ON-THE-GULF KIWANIS CHARITABLE FOUNDATION 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 date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR 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.

Irene Albritton
Regulatory Specialist II

Letter Number: 318A00016445

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NAPLES-ON-THE-GULF KIWANIS CHARITABLE FOUNDATION INC.**

Pursuant to the provisions of Section 607.1006 Florida Statutes, this Florida Not for Profit Corporation adopts the following amendments to its Articles of Incorporation:

ARTICLE I – Name

The new name of the corporation is:

KIWANIS CLUB OF NAPLES-ON-THE-GULF FLORIDA FOUNDATION INC.

ARTICLE III – PURPOSE AND COMPLIANCE WITH IRS

The following additional language is added to Article III:

Notwithstanding any other provision of these articles of amendment, the corporation shall not carry on any other activities not permitted to be carried on (a) by 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 (b) 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 – OFFICERS AND DIRECTORS

The following Director is hereby removed: Andrew Wozniak – Director

The following person is hereby added as a Director:

Bruce Chapis
4548 Sunset Road, Naples, FL 34116-5872

The following Articles are hereby added:

ARTICLE VII – Duration

This corporation shall exist in perpetuity.

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TALLAHASSEE, FLORIDA

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ARTICLE VIII – Members

All members, officers, directors and trustees of the foundation shall be active members of the club of which the foundation is associated. The classes, rights, privileges, qualifications, and obligations of members of this corporation shall be fixed by the bylaws of this corporation.

ARTICLE IX – Private Benefit Prohibition

No part of the net earnings of the corporation shall inure 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 these articles.

ARTICLE X – Liability

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

ARTICLE XI– Dissolution

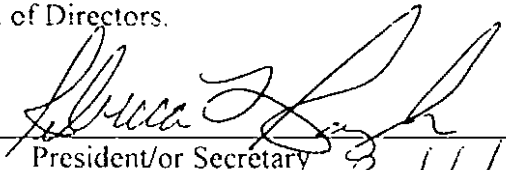
Assets can continue the club foundation's mission if transferred to the Kiwanis International Foundation/Kiwanis Children's Fund or to a Kiwanis district foundation.

ARTICLE XII – Amendments

These Articles may be amended at any meeting of the membership of the corporation at which a quorum is present by affirmative vote of two-thirds (2/3) of the members present and voting, provided at least 14 days previous notice of the meeting and each proposed amendment has been given to all members of the corporation. There shall be no voting by proxy or absentee ballot. No amendments to these Articles shall be effective without the consent of Kiwanis International.

Effective date of these Articles of Amendment: 7/31/18

There are not members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.



President/or Secretary
Printed Name: *Rebecca L. Randolph*
Title: *Secretary*