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(Requestor's Name)

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(City/State/Zip/Phone #)

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MAIL

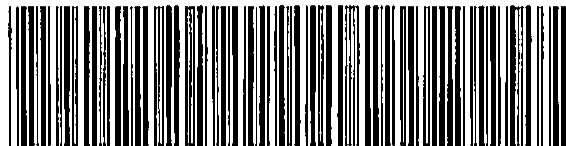
(Business Entity Name)

(Document Number)

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R. WHITE

AUG 27 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SANTA FE BRASS, INC.

DOCUMENT NUMBER: N18000012585

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

Please return all correspondence concerning this matter to the following:

KRIS PAGENKOPF

Name of Contact Person

SANTA FE BRASS, INC

Firm/ Company

7625 SW 7TH PLACE

Address

GAINESVILLE, FL 32607

City/ State and Zip Code

KRIS_PAGENKOPF@HOTMAIL.COM

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

For further information concerning this matter, please call:

KRIS PAGENKOPF at (352) 780-1875
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 checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 1, 2019

KRIS PAGENKOPE
7625 SW 7TH PLACE
GAINESVILLE, FL 32607

SUBJECT: SANTA FE BRASS, INC.
Ref. Number: N18000012585

We have received your document for SANTA FE BRASS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

The attached document cannot be titled "Articles of Incorporation" because this entity already has articles of incorporation on file with this office.

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.

Rebekah White
Regulatory Specialist II Supervisor

Letter Number: 719A00015804

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Santa Fe Brass, Inc.

DOCUMENT NUMBER: N18000012585

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

Please return all correspondence concerning this matter to the following:

Kris Pagenkopf

(Name of Contact Person)

Santa Fe Brass, Inc.

(Firm/ Company)

7625 SW 7th Place

(Address)

Gainesville, FL 32607

(City/ State and Zip Code)

kris_pagenkopf@hotmail.com

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

For further information concerning this matter, please call:

Kris Pagenkopf

352 870-1875

(Name of Contact Person)

at (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
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Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Santa Fe Brass, Inc.

2019 MAR 27 PM 11:46

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

N18000012585

(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:

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)

NA

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

NA

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

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (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 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 = Ch. 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. Then 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 Chair 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			_____

(attach additional sheets, if necessary). (Be specific)

(attach additional sheets, if necessary). (Be specific)

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.

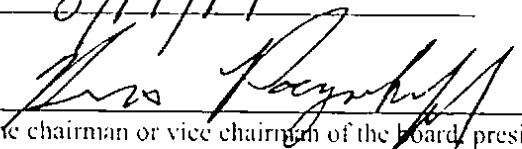
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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

8/19/19

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)

KRIS PAGENKOPF

(Typed or printed name of person signing)

TREASURER, SANTA FE BRASS, INC.

(Title of person signing)

The undersigned, for the purpose of forming a not for profit corporation pursuant to the provisions of Chapter 617, Florida Statutes hereby adopts the following Articles of Incorporation:

ARTICLE I

Name and Location

The official name of the corporation is Santa Fe Brass, Inc.

The address of the registered office of the corporation shall be:

7625 SW 7th Place, Gainesville, FL 32607

ARTICLE II

Goals and purposes

The Santa Fe Brass, Inc. (Corporation) a Florida not for profit corporation, is committed to providing free entertainment for retirement and nursing homes, organizational picnics, banquets, civic events, fund-raising to support other charitable organizations, festivals or celebrations. No fees are charged for performances. All donations received are used for charitable causes, including supporting the charitable work of Santa Fe Brass, Inc. as prescribed herein.

The Corporation is organized for charitable and educational 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, or the corresponding section of future federal tax code.

In pursuit and furtherance of these goals, the Corporation may:

Solicit and receive gifts, grants, subscriptions, devises or bequests of personal property such as used musical instruments, from public or private sources, in order to carry out the purposes of the Corporation.

Subject to the general limitations set out in these Articles of Incorporation, those contained in the applicable section of the Internal Revenue Code and applicable Treasury Regulations, to engage in any lawful activities and to do all other lawful acts of will to promote the charitable, educational and other exempt purposes of the Corporation.

ARTICLE III

Powers and Limitations thereon

The Corporation shall have all the power necessary to carry out its purposes and goals, subject only to limitations provided by the Articles of Incorporation, by the By-Laws or by law. Such powers shall include without limitation:

- a) The designation of the time and manner of conducting meetings.
- b) The control of its members.
- c) The determination of time and manner of selection, qualifications, powers and duties of its Directors, officers and members of committees.

- d) The determination of what constitutes a vacancy in any office or committee and the manner in filling of that vacancy.
- e) The adoption of such rules and regulations, consistent with the Articles of Incorporation and the By-Laws with the right from time-to-time to amend or repeal, as deemed necessary.

The Corporation shall not be operated for the purpose of carrying on trade or unlawful activities under federal, state or local laws. The Corporation shall not:

- a) Engage in any prohibited transactions described in applicable section of the Internal Revenue Code.
- b) Accumulate income, invest income or divert income in a manner endangering its exempt status as described in applicable section of the Internal Revenue Code.

No part of the net earnings or property of the corporation shall inure to the benefit of, or be distributed to its members, donors, officers or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions to further the purposed set herein. No 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 publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate or public office. Notwithstanding any other provision of these articles, 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 IV

No Director or officer to profit

The Corporation shall not afford pecuniary gain, incidentally or otherwise, to its directors or officers, and no part of the net income or earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation may pay reasonable compensation for services rendered to or for the Corporation in furtherance of one or more of its purposes, including services by a director or officer as such. The Corporation shall not lend any of its assets to any director or officer of the Corporation, nor guaranty to any other person the payment of a loan to a director or officer of the Corporation.

ARTICLE V

Directors

The Corporation shall have at least four, but no more than nine, directors who shall make up the board of Directors of the Corporation. The business and affairs of the Corporation shall be managed by or under the direction of its Board of Directors. Directors shall be elected in the manner provided in the bylaws of the Corporation. The number, qualifications, terms of office and other conditions for directors also shall be as provided in the By-laws.

ARTICLE VI

By-Laws

There shall be official By-Laws of the Corporation. Amendments to the By-Laws may be made at any time provided the amendments have been approved by the Board of Directors. Any amendments approved under this provision shall go into effect upon the action by the Board of directors, or at such later date as specified by the Board of Directors.

ARTICLE VII

Subscribers and officers

The officers of the Corporation shall be a President, Vice President, Treasurer and Secretary. They shall be elected as provided for in the By-Laws.

ARTICLE VIII

Members

The Corporation shall have members. The membership of the Corporation shall be open to all persons, agencies, and organizations. Terms of membership, including acceptance and termination, shall be determined by the Board of Directors and provided in the By-Laws except that members shall have no voting rights.

ARTICLE IX

Governance

The Board of Directors shall develop operating policies and procedures to govern the activities of the Corporation consistent with these Articles of Incorporation and the Corporation's By-Laws.

ARTICLE X

Directors and officers not liable

No director or officer of the Corporation shall have personal liability to any extent for the acts, debts, liabilities or obligations of the Corporation, and each director and officer shall receive indemnification from the Corporation against certain liabilities and expenses in the manner provided in the By-Laws of the Corporation.

ARTICLE XI

Distributions of assets upon liquidation, dissolution, or winding up of the Corporation

In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, or by operation of law, except as and to the extent otherwise provided or required by law, the remaining property and 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 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 country in which the principal office of the corporation is then located, which are organized and operated exclusively for such purposes.

ARTICLE XII

Registered Agent

The name and street address of the registered agent is:

Kris Pagenkopf
7625 SW 7th Place
Gainesville, FL 32607

ARTICLE XIII

Incorporator

The name and street address of the Incorporator is:

Kris Pagenkopf
7625 SW 7th Place
Gainesville, FL 32607

Having been named as registered agent to accept services of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Kris Pagenkopf, Registered Agent

Date July 25, 2019

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.



Signature of Kris Pagenkopf, Incorporator

Date July 25, 2019