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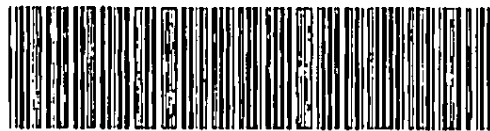
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION:

WOMEN FOR TRUMP SARASOTA MANATEE INC.

DOCUMENT NUMBER:

N19000002923

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

Please return all correspondence concerning this matter to the following:

Euella Feldhacker

(Name of Contact Person)

Women For Trump Florida, Inc.

(Firm/Company)

6925 Professional Pkwy E

(Address)

Sarasota, FL 34240

(City/State and Zip Code)

Women4TrumpFlorida@gmail.com

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

For further information concerning this matter, please call:

Euella Feldhacker

(Name of Contact Person)

941-720-2505

(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

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WOMEN FOR TRUMP SARASOTA MANATEE, INC.

A Not-for-Profit Corporation

RECEIVED
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Pursuant to Florida Statutes Chapter 617, the Articles of Incorporation of WOMEN FOR TRUMP SARASOTA MANATEE, INC. filed on March 13, 2019, are hereby amended and restated as follows:

The undersigned, for the purpose of creating a corporation, not for profit in nature and purpose, in accordance with Chapter 617, Florida Statutes, as now in force or hereafter amended, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME AND ADDRESS

The name of this corporation shall be **Women For Trump Florida, Inc.** (the "Corporation"). The physical address of the Corporation's principal office and mailing address shall be at 6985 Professional Parkway East, Lakewood Ranch, located within the County of Sarasota in the State of Florida. The Women For Trump Florida, Inc., shall have and shall continuously maintain corporation status in the State of Florida as a registered office and agent.

ARTICLE II
OBJECTIVES AND PURPOSES

A. The Corporation is organized for the exclusive purposes of operating social club engaging in community outreach, politically and socially, and other non-profit purposes for which corporations may be organized under the Florida Not-For-Profit Corporation Act and which the Board of Directors may deem to be in the best interests of the Corporation.

B. 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 in furtherance of the purposes set forth in this Article. 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: (i) by a corporation exempt from federal income tax under section 501(c)(4) of the

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Internal Revenue Code, or the corresponding section of any future federal tax code; or (ii) 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.

C. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

D. The Corporation shall have all the powers conferred upon a corporation under the provisions of the Florida Not-For-Profit Corporation Act, F.S.A. § 617.0302 et seq., and any enlargement of such powers conferred by subsequent legislative acts, and shall have all powers necessary, proper, convenient, or desirable in order to fulfill and further the purposes of the Corporation.

ARTICLE III **TERM OF EXISTENCE**

Pursuant to the provisions of Section 617.0123, Florida Statutes, this Corporation shall begin existence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida. This Corporation shall have perpetual existence or as determined earlier by the laws of the State of Florida, or by the vote of its Board of Directors as provided in the Bylaws of this Corporation.

ARTICLE IV **NO MEMBERS**

The Corporation shall not have members.

ARTICLE V **BOARD OF DIRECTORS OF THE CORPORATION**

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of the Corporation. The Corporation shall have at least five (5) directors, but no more than eight (8) directors. The Board of Directors shall be appointed in accordance with the provisions of the Bylaws of the Corporation. The Board of Directors shall be authorized to fill any vacancy by reason of death, resignation, or termination in accordance with the provisions of the Bylaws of the Corporation.

ARTICLE VI **AMENDMENTS TO THE ARTICLES OF INCORPORATION**

These Articles of Incorporation can be amended by the Board of Directors at the regular annual meeting or at a special meeting called for that purpose or at a special meeting of the Board called for that purpose. Such action shall be effective upon filing same with the Secretary of State of the State of Florida, or as otherwise provided by law.

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ARTICLE VII
INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every person who is or has been a Director or Officer of this Corporation shall be indemnified and held harmless by the Corporation from and against all costs and expenses which may be imposed upon or reasonably incurred by him/her in connection with or arising out of any claim, action, suit or proceeding in which she may be involved by reason of her being or having been a Director or Officer of this Corporation whether or not he/she continues to be a Director or Officer of this Corporation at the time such costs and expenses are imposed or incurred. As used herein, the term "costs and expenses" shall include, but shall not be limited to, attorney fees and amounts of judgments against and amounts paid to the Corporation itself. However, no such Director or Officer shall be so indemnified with respect to, any matter as to which such Director or Officer shall be finally adjudged to be liable for actual misconduct in the performance of her duties as a Director or Officer. The Corporation may settle any litigation against a Director or Officer if the costs of such settlement will not substantially exceed the estimated costs of defending such claim, action, suit or proceeding to a final conclusion. The foregoing rights of indemnification shall not be exclusive of other rights to which any such Director or Officer may be entitled as a matter of law.

ARTICLE VIII
DISSOLUTION

Upon the dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed as determined by the Board of Directors in compliance with the provisions of Section 501(c)(4) of the Internal Revenue Code of the United States of America or acts amendatory thereof or supplementary thereto.

ARTICLE IX
INITIAL REGISTERED OFFICE AGENT

The street address of the initial registered agent of the Corporation is 6985 Professional Parkway East, Lakewood Ranch, FL 34240 and the name of the initial registered agent of the Corporation is Caroline Wetherington.

ARTICLE X
INCORPORATOR


The name and street address of the incorporator of the Corporation is as follows: Evella A. Feldhacker, located at 8341 Farington Ct., Lakewood Ranch, FL 34202.

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**ARTICLE XI
AUTHORIZATION**

The foregoing Amended and Restated Articles of Incorporation were approved and ratified and requisite number of votes cast by the Directors at a meeting held on May 27, 2019 in accordance with Section 617.0721 and 617.0824 of the Florida Statutes and the Corporation's Bylaws. Therefore, the Secretary of State is hereby requested to approve and file these Amended and Restated Articles of Incorporation in accordance with Chapter 617, Florida Statutes.

IN WITNESS WHEREOF, witness our hands this 29th day of May, 2019.



Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all Florida Statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

