

# N22000013653

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

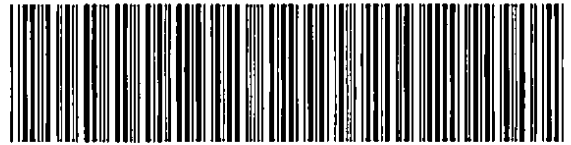
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

J DENNIS

JUL 31 2023

Office Use Only



200408348872

06/02/23--01013--004 ♦\$35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATE AFFAIRS  
2023 JUN -2 AM 8:09

May 26, 2023

Amendment Section  
Division of Corporations

Re: Orlando Bridge Club, Inc.  
N22000013653

Dear Sir or Madam:

Enclosed for filing please find Amended and Restated Articles of Incorporation for Orlando Bridge Club, Inc., originally filed on December 8, 2022, and assigned Document Number N22000013653. Also enclosed is my check in the amount of \$35.00 to cover the cost of filing these Amended and Restated Articles.

Please return all correspondence concerning this matter to:

Ann Marie Farrell  
1898 Robin Rd.  
Orlando, FL 32814  
Email: [windy55fan@yahoo.com](mailto:windy55fan@yahoo.com)  
Daytime Telephone Number: 407-492-0637

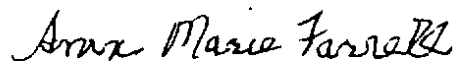
These Amended and Restated Articles were adopted on the date this letter was signed and shall be effective immediately upon filing with your Department.

This corporation has no members entitled to vote on Amended and Restated Articles. These Amended and Restated Articles were approved by the Board of Trustees of the corporation.

These Amended and Restated Articles do not change any of the following: 1) the name of the corporation; 2) the principal office or business address of the corporation; 3) the mailing address of the corporation; or 4) the registered agent or registered office address for the corporation.

The Amended and Restated Articles did not remove any Trustees filed with the most recent Annual Report. They did, however, add the name of one Trustee inadvertently omitted from the initial Annual Report namely William Lynch, 1227 Golf Side Drive, Winter Park, Florida 32732.

Dated this 26<sup>th</sup> day of May 2023.



Ann Marie Farrell  
Incorporator and Member of the  
Board of Trustees

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**ORLANDO BRIDGE CLUB, INC.**

**ARTICLE I - NAME**

The name of this corporation is ORLANDO BRIDGE CLUB, INC.

This corporation shall exist perpetually, commencing with the date the Articles of Incorporation were originally filed with the Secretary of State.

FILED  
SECRETARY OF STATE  
2023 JUN -2 AM 8:09

**ARTICLE II – PURPOSE**

This corporation is organized under Chapter 617, Florida Statutes as a non-profit corporation, and its purpose shall be limited to the activities of a charitable and/or educational purposes within the purview of Section 501 (c) (3) of the Internal Revenue Code or any corresponding provision of any future internal revenue law. This corporation has been organized to provide a hospitable and welcoming environment for seniors, veterans, and other members of the community, to learn and play duplicate bridge. This corporation shall also be authorized and empowered to provide funds to any church or other charitable organization (as said term is defined in Section 501 ( c ) ( 3 ) of the Internal Revenue Code or any corresponding provision of any future internal revenue law.

**ARTICLE III – MEMBERSHIP**

1. Any person who desires to participate in duplicate bridge games sponsored by the corporation or who attends any bridge lessons provided by the corporation and who applies for membership becomes a member of the corporation. The Board of Trustees may establish an annual fee to be charged to its members to help support the corporation's charitable and educational purposes.
2. A member may be suspended or expelled by the Board of Trustees by majority vote after notification and hearing of conduct unbecoming of a member. In deciding such matters, the corporation shall adhere to guidelines which may be established from time to time by the American Contract Bridge League, or any successor organization.

3. Membership shall not be denied on account of such person's race, gender, ethnicity, or sexual orientation.

#### **ARTICLE IV – PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address is:

756 Bennett Road  
Orlando, Florida 32803

#### **ARTICLE V – REGISTERED AGENT NAME AND ADDRESS**

The registered agent is:

Ann Marie Farrell  
1898 Robin Road  
Orlando, Florida 32814

#### **ARTICLE VI – INCORPORATOR NAME AND ADDRESS**

Ann Marie Farrell  
1898 Robin Road  
Orlando, Florida 32814

#### **ARTICLE VII– BOARD OF TRUSTEES**

1. This corporation shall be managed by a Board of Trustees. There shall be a Board of seven (7) members who shall elect the Officers of the Club. The Board Members will be elected for a term of three (3) years. During the first year, three (3) members shall be elected for a period of one year, two (2) members shall be elected for a period of two years, and two (2) members shall be elected for a period of three years. After the first year, three (3) members shall be elected each year for a three-year term.
2. There shall be elections by the members who have played a minimum of 36 games/lessons in the previous year, on at least an annual basis to elect a Board member for any term which has expired or for any other vacancy which may occur on the Board.
3. No Board Member shall serve more than two (2) terms consecutively.
4. No individual, employee, game director, and/or person contracted for labor by the corporation shall be a Member of the Board of Trustees.
5. There shall be four (4) officers (President, Vice President, Secretary and Treasurer). They shall be elected by and from the Board.

## **ARTICLE VIII – MANNER OF ELECTIONS**

1. Elections to the Board shall be conducted by the members of the corporation annually, in the month of February.
2. Any member may place any person in nomination to run for a position on the Board of Trustees.
3. Any vacancies on the Board of Trustees will be granted to the persons receiving the largest number votes. Each member of the corporation who have played the required minimum number of games/lessons, shall be entitled to one vote in any election to the Board of Trustees.
4. The Board of Trustees by majority vote may confer voting privileges on a member who has not played in the requisite number of games/lessons.

## **ARTICLE IX – INITIAL BOARD OF TRUSTEES**

- A. The names and addresses of the initial Trustees of this corporation are as follows:

Robert Burhmann 3960 Lake Mira Drive, Orlando, FL 32817;

Ann Marie Farrell, 1898 Robin Road, Orlando, FL 32814;

Thomas Frazee, 959 Eagle Cir., Casselberry, FL 32707;

Jane Formet , 1118 Willisona Cir., Orlando, FL 32806;

Gloria McCain , 2975 Summer Swan Drive, Orlando, FL 32825;

William Lynch, 1227 Golfside Drive, Winter Park, FL 32792; and

Ruth Einsig, 8697 Vesta Terrace , Orlando, FL 32825.

## **ARTICLE X – BY-LAWS**

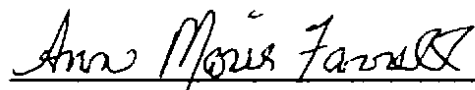
The Board of Trustees shall have the sole power and authority to adopt the initial By-Laws of the corporation. Thereafter, any proposed modification, amendment or repeal of the By-Laws, or any part thereof, must be voted on and approved by the members of the corporation.

## ARTICLE XI – ADDITIONAL PROVISIONS

1. No part of the net earnings, income or assets of this incorporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except to pay reasonable compensation for services rendered and to make payments and distributions set forth in the purpose clause.
2. The organization shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
3. No substantial part of the activities of the organization shall consist of the carrying on of propaganda or otherwise attempt to influence legislation.
4. The corporation shall not be organized or operated for the primary purpose of conducting a trade or business that is unrelated to exempt purpose.
5. Upon dissolution or liquidation of the corporation, all assets of the corporation shall be contributed to one or more non-profit organizations which are carrying out one or more exempt activities and are qualified organizations as described in 501 (c) (3) of the Internal Revenue Code, or any corresponding provisions of any future internal revenue laws to further the purpose for which this corporation was formed or for any other charitable purpose.

This corporation does not presently have any members and has not yet begun to conduct any activities except for exploratory activities. These Amended and Restated Articles of Incorporation were adopted by unanimous vote of the Board of Trustees. These Amendments shall be effective on the date these Amended and Restated Articles are filed with the Florida Department of State.

I submit these Amended and Restated Articles of Incorporation and affirm that the facts herein are true. I am aware that any false information submitted in a document filed with the Department of State constitutes a third-degree felony as provided for in Florida Statutes Sect. 817.155. These Amended and Restated Articles DO NOT change the Resident Agent of the corporation, the address for the resident agent, or the incorporator of the corporation.



Ann Marie Farrell, Incorporator, and Member  
Of the Initial Board of Trustees

Date: May 26, 2023.