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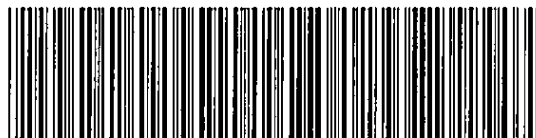
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Clearwater African American Cemeteries Memorialization & Preservation Society, Inc.

DOCUMENT NUMBER: 100419129491

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

Please return all correspondence concerning this matter to the following:

Patriva V. Mack

(Name of Contact Person)

(Firm/ Company)

1122 Grant Street

(Address)

Clearwater, FL 33755

(City/ State and Zip Code)

CAACMPS@gmail.com

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

For further information concerning this matter, please call:

Patriva V. Mack

813

854-2785x

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 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

Clearwater African American Cemeteries Memorialization & Preservation Society, Inc.

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

100419129491

(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:

Clearwater Colored Cemeteries Society, Inc.

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)

Article I - Name. Changed the name from Clearwater African American Cemeteries Memorialization & Preservation Society Inc. to Clearwater Colored Cemeteries Society, Inc.

Article V - Purpose. Include full purpose of the Society and remove required text covered under new articles to comply with Federal requirements for non-profits seeking a 501c3 designation; thus, creating Article VIII - Indemnification, Article IX - Prohibited Activities, and Article X - Distributions Upon Dissolution.

Article VII - Membership. Expanded to include the requirement for membership dues and a membership application.

Article VIII - Indemnification. Removed from Article V and added as a separate article.

Article IX - Prohibited Activities. Removed from Article V and added as a separate article.

Article X - Distributions Upon Dissolution. Removed from Article V and added as a separate article.

The modified Articles of Incorporation and the supporting Bylaws are enclosed.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: 1 January 2024

(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.

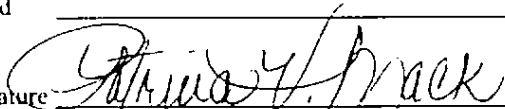
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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 13 December 2023

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)

Patricia V. Mack

(Typed or printed name of person signing)

Treasurer/Registered Agent

(Title of person signing)

ARTICLES OF INCORPORATION CLEARWATER COLORED CEMETERIES SOCIETY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes) (the "Act"), submits the following Articles of Incorporation:

ARTICLE I. NAME

The name of the organization will be CLEARWATER COLORED CEMETERIES SOCIETY, INC. (the "Society").

ARTICLE II. ADDRESS

The street address of the current principal office is 1720 North Martin Luther King, Jr. Avenue, Clearwater, FL 33755 and the mailing address of the Society is 1122 Grant Street, Clearwater, FL 33755. The Board of Directors may, from time-to-time, change the location of the principal office and mailing address of the Society.

ARTICLE III. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Society is 11809 Lancashire Tampa, FL 33755. The name of the initial registered agent at that address is Patrica V. Mack. The Board of Directors may, from time-to-time, move the location of the registered office, and may from, time-to-time, change the Registered Agent of the Society.

ARTICLE IV. INCORPORATOR

The name and address of the incorporator is as follows:

Patrica V. Mack
11809 Lancashire Drive
Tampa, FL 33626-2638

ARTICLE V. PURPOSE

The Society is a 501(c)(3) non-profit Society under Federal and Florida laws. The purpose of the Society shall be to oversee the relocation and consolidation of the Saint Matthew Negro Cemetery with the North Greenwood African American Cemetery; to provide support and assistance in connection with the restoration, enhancement (by the erection of memorial markers or structures as a commemoration of the same); and/or preservation of all or portions of those graves located or relocated in the vicinity of the "North Greenwood African American Memorial Cemetery", in order to identify and memorialize all persons interred there, to encourage research, education, and preservation of genealogical and historical materials, as well as to instruct and assist Society members and the public in research methods to assist in identifying descendants. These objectives shall be accomplished through meetings, workshops,

lectures, and other appropriate activities to celebrate the importance of the cemeteries as historic African-American cemeteries.

The Society may receive funds, own and maintain property, and shall use the whole or any part of the income therefrom and the principal thereof for charitable purposes consistent with these Articles, the Bylaws, Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (as further amended, and any corresponding provisions of similar law subsequently enacted, the "Code"), and Chapter 617, *Florida Statutes*. Without limiting any other provision herein to the contrary, the express purposes of this Society shall exclusively be charitable, scientific, literary, and educational within the meaning of the Code. It is specifically intended that the Society shall have and continue to have the status of a corporation that is exempt from taxation as a Society described in Section 501(c)(3) of the Code.

In connection therewith, the Society may perform any and all lawful activities as are necessary and desirable for the management and operation of the Society and as are related to or incidental thereto and shall have all powers granted to the Society by virtue of Sections 617.0302 and 617.0303, *Florida Statutes*, consistent with these Articles, Bylaws, and the Code including, without limitation, the power to (a) make contracts and guaranties, (b) borrow money, and (c) purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property.

ARTICLE VI. BOARD OF DIRECTORS

The Society's affairs shall be managed by the "Board of Directors" as more specifically provided in the Society's bylaws (as the same may be amended from time-to-time, the "Bylaws"). The Bylaws of the Society shall also establish the number of directors constituting the Board of Directors of the Society and the method of election or appointment of the directors.

The names and addresses of the individuals who are to serve as the initial directors of the Society and their initial term as a director are as follows:

One (1) Year Term: Diane Stephens (President)
 1720 North Martin Luther King, Jr. Avenue
 Clearwater, Florida 33755

 Eloise M. Saylor-Bell (Secretary)
 1122 Grant Street
 Clearwater, Florida 33755

 Patriva V. Mack (Treasurer/Registered Agent)
 11809 Lancashire Drive
 Tampa, Florida 33626

 Carlton Childs (Membership)
 2180 Cypress Point Drive North
 Clearwater, Florida 33763

Barbara J. Sorey-Love (Communications)
2001 World Parkway Blvd., #31
Clearwater, Florida 33763

ARTICLE VII. MEMBERSHIP

The officers of the Society shall be designated in the Bylaws or by resolution of the Board of Directors. The officers shall be elected, removed, and hold office as provided in the Bylaws. The officers shall have such powers and responsibilities as are provided by the Bylaws. The Society will consider any person interested in the objectives of the Society who upon paying annual dues and completing the membership application provided—by the Membership Director—a member.

ARTICLE VIII. INDEMNIFICATION

The Society does indemnify any directors, officers, employees, incorporators, and members of the Society from any liability regarding the Society and the affairs of the Society, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

ARTICLE IX. PROHIBITED ACTIVITIES

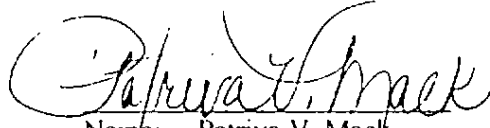
No part of the net earnings of this Society shall inure to the benefit of, or be distributable to its members, trustees, or officers of this Society, or to any other private persons, except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in this article. No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society 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 Society 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 Society.

ARTICLE ~~X~~. DISTRIBUTIONS UPON DISSOLUTION

In the event of dissolution of the Society, the Board of Directors of the Society shall, after paying or making provisions for the payment of all of the liabilities of the Society, dispose of all the assets of the Society, within their sole discretion, but only to organizations exempt from taxation under Section 501(c)(3) of the Code at the time of such disposition or to such organizations organized and operated exclusively for charitable, educational, or scientific purposes which, at the time of such disposition, qualify as an exempt organization under Section 501(c)(3) of the Code, as the Directors of the Society shall determine. Any assets not so disposed of shall be disposed of by the Circuit Court of Pinellas County, Florida, or other

court of competent jurisdiction exclusively for such purposes or such organizations, as said court shall determine.


IN WITNESS WHEREOF, the undersigned, being the Incorporator of the Corporation, has executed these Articles of Incorporation as of this 16th day of November, 2023.



Name: Patrica V. Mack
Title: Incorporator
Address: 11809 Lancashire Drive
Tampa, FL 33626-2638

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

I, Patrica V. Mack, having been named as registered agent to accept service of process for the Society at the place designated above, certify that I am familiar with and accept the obligations of the registered agent and agree to act in that capacity.



Name: Patrica V. Mack
Address: 11809 Lancashire Drive
Tampa, FL 33626-2638