

N27193

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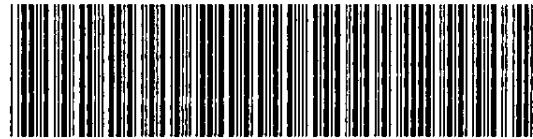
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TALLAHASSEE, FLORIDA

TR 3-15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Winterfest, Inc

DOCUMENT NUMBER: N27193

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

Please return all correspondence concerning this matter to the following:

Dawn Read

(Name of Contact Person)

Winterfest, Inc

(Firm/ Company)

512 NE 3rd Avenue

(Address)

Fort Lauderdale, FL 33301

(City/ State and Zip Code)

Dawn@winterfestparade.com

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

For further information concerning this matter, please call:

Dawn Read

(Name of Contact Person)

at (954) 767-0686

(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

Articles of Amendment
to
Articles of Incorporation
of

Winterfest, Inc.

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

N27193

(Document Number of Corporation (if known))

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TALLAHASSEE, FLORIDA

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:

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:

New Registered Office Address:

(Florida street 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

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

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

[illegible]

**SECOND AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
WINTERFEST, INC.**

Pursuant to the provisions of the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, the following provisions of the Articles of Incorporation of Winterfest, Inc., a Florida not for profit corporation (the "Corporation"), Document Number N27193, filed on June 28, 1988, as amended by those Articles of Amendment filed on May 5, 1989 (collectively, the "Articles of Incorporation"), be, and are hereby, amended as set forth below:

1. Article V of the Articles of Incorporation is amended by deleting it in its entirety and inserting a new Article V to read as follows:

ARTICLE V

Distribution of Surplus on Dissolution

In the event of liquidation, dissolution or other discontinuance of the business and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the members, if any, of the Corporation, but after making provision for the payment of all of the liabilities of the Corporation, the remaining assets shall be distributed to such other organization or organizations as the Board shall consider most nearly meets the objectives and purposes of the Corporation.

2. Article VI of the Articles of Incorporation is amended by deleting it in its entirety and inserting a new Article VI to read as follows:

ARTICLE VI

The Corporation shall have no members.

3. The foregoing amendments were adopted by the Corporation's sole Class B voting Member by written consent dated the 28 day of February, 2010, and the number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 8 day of March, 2010.

WINTERFEST, INC.

By: Lisa Scott-Founds
Lisa Scott-Founds, President