

N 39668

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U.S. DEPT. OF JUSTICE
OFFICE OF THE ATTORNEY GENERAL

Amend
4/24/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Godby High Quarterback Club, Inc.

DOCUMENT NUMBER: N39668

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

Please return all correspondence concerning this matter to the following:

Joy Becker

Name of Contact Person

Godby High School

Firm/ Company

1717 W. Tharpe St.

Address

Tallahassee, FL 32303

City/ State and Zip Code

beckerj@leonschools.net

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

For further information concerning this matter, please call:

Joy Becker

Name of Contact Person

at (850) 509-4002

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

FILED

13 APR 24 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Gadby High Quarterback Club, Inc.

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

N39668

(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:

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)

1717 West Tharpe St

Tallahassee, FL 32303

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

~~1717 West Tharpe St~~

~~same~~ P.O. Box 37087

Tallahassee, FL 32315

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:

Joy E. Becker

3619 Strolling Way

(Florida street address)

New Registered Office Address:

Tallahassee

(City)

Florida 32311

(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.

Joy E. Becker

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:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>P</u>	<u>John Roberts</u>	<u>2136 Charter Oaks Dr.</u> <u>Tallahassee, FL 32303</u>
2) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>V</u>	<u>David Harris</u>	<u>6216 Whittondale Dr.</u> <u>Tallahassee, FL 32312</u>
3) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>S/T</u>	<u>Kim Gabbard</u>	<u>7038 Bradfordville Rd.</u> <u>Tallahassee, FL 32309</u>
4) ____ Change <input checked="" type="checkbox"/> Add ____ Remove	<u>D</u>	<u>Todd Sapp</u>	<u>4285 Camden Rd.</u> <u>Tallahassee, FL 32303</u>
5) ____ Change ____ Add <input checked="" type="checkbox"/> Remove	<u>S</u>	<u>Janice Griffin</u>	<u>7826 McClure Drive</u> <u>Tallahassee, FL 32312</u>
6) ____ Change ____ Add <input checked="" type="checkbox"/> Remove	<u>T</u>	<u>Yolanda Dixon</u>	<u>2012 Travis Circle</u> <u>Tallahassee, FL 32303</u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See Attached

Godby High Quarterback Club, Inc.

ARTICLE I: Name

- A. **Name:** The official name of the organization shall be the Godby High School Quarterback Club, Inc. All business will be transacted using this title for all football and cheerleading endeavors at Amos P. Godby High School, Tallahassee, Florida. This is a non-profit corporation in the State of Florida.
- B. **Nickname:** The official nickname of the club shall be the Godby Quarterback Club., hereafter referred to as "The Boosters".
- C. **Football Season:** For the purpose of definition only, the Football Season shall commence with Spring Practice and continue through the Varsity Banquet.

ARTICLE II: Address

- A. **Business Address:** The principal place of business and mailing address of the corporation will be: 1717 West Tharpe Street, Tallahassee, Florida 32303.
- B. **Mailing Address:** The mailing address for the corporation will be Godby High Quarterback Club, P.O. Box 37087, Tallahassee, FL 32315.

ARTICLE III: Purpose

Purpose: This corporation is organized exclusively for charitable and educational purposes as specified within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 any future federal tax code.

The general purpose of the Boosters: shall be to promote the welfare and morale of all organized football teams and cheer squads that represent Godby High School. The Boosters will initiate and implement appropriate and approved financial goals to further the football and cheer programs, assist the GHS football and cheer coaching staffs in their activities, and assist members and all persons (fans) to participate fully in the Booster endeavors. The primary purpose of the corporation will be to fund-raise to meet the needs of the teams, players and coaches.

The Corporation: May conduct programs and activities: raise funds, request and receive grants, gifts, contributions, dues, bequests of monies, real and personal property, or acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real and personal, and make expenditures and distributions for the benefit of the Godby High Quarterback Club or entities of Godby High School, also exempt under Section 501 (c)(3) of the Internal Revenue Code in such manner as the Board of Directors may determine to be appropriate to further the foregoing purpose, and shall have all powers conferred by or permissible under the Florida Not for Profit Corporation Act.

ARTICLE IV: Members and Elections

The Corporation shall have members. The Executive Board of the Corporation shall have the power to admit members to the Corporation in such manner, subject to qualifications, and upon such terms and conditions and with such rights and privileges, including voting, as may be provided from time to time, in the By-Laws of the Corporation and as are not inconsistent with any provisions of these Articles of Incorporation.

All persons who are interested in the objectives of the Corporation shall be eligible for membership. Failure to pay membership dues as may be required by the Executive Board under the By-Laws shall be sufficient cause for termination of membership with a hearing.

Classes of Membership

The Corporation shall have members and there shall be three classes of membership in the Club. These classes are as follows:

- a) **Regular Membership.** A regular member is granted to any individual of the community who supports the goals and objectives of the Godby High Quarterback Club and pays the annual membership dues as established from time to time.
- b) **Alumni Membership.** An Alumni member is an individual of the community who wishes to support the Godby Football Program, but does not wish to be a voting member or active member of the club.
- c) **Honorary Membership.** An Honorary Member is an individual of the community recognized by the board, members and community for outstanding service or contributions to the Godby High Quarterback Club. Honorary membership is an inactive, non-voting membership.

Nondiscrimination

Membership in the Club and participation in its affairs shall be open to any person without regard to religion, race, color, sex, national origin, age, marital status, sexual orientation, handicapping condition or other legally prohibited factors. Within the limitation imposed by the facilities available to the Club and the desirability of harmonious association among its members, any person who meets the requirements as determined by the Board is eligible to hold a membership.

Elections

The Corporation will hold elections in January for the election of officers. Any regular paid member shall be eligible to hold any office with two (2) exceptions:

- (1) First exception-Members of the corporation who are active elected officials of any other Godby Sports Organization shall not be eligible for election to any office in this corporation due to possible conflict of interest. (However, these people may be in volunteer positions.)
- (2) Second exception-the elected President and the elected Treasurer of the Corporation shall never be allowed to be either husband or wife, related, or reside in the same household.

Officers

The officers of this Corporation shall be known as the Executive Board. The Board consists of the President, Vice President, Secretary/Treasurer, Chaplain, and three Ex-Officio members: Head Football Coach, Head of Football Operations, Head Cheer Coach.

Nominating Committee

The President shall appoint a nominating committee at the December meeting to nominate officers for the ensuing year.

Election of Officers

Election of Officers will be conducted at the first meeting in the month of January.

Voting Rights

Only Regular Members of the Club in good standing shall have voting rights with respect to any general membership meeting or other business of the Club which are set forth in these Bylaws. A Member in good standing of this club shall attend three (3) or more of the monthly membership meetings, volunteers for special events and fundraising, paid their current membership fee, and is one who abides by these bylaws. Only the Executive Board shall have voting rights at regular or special board meetings as set forth in these Bylaws. In special situations only, voting by the Executive Board can also occur on-line.

ARTICLE V: Initial Directors

The officers of the Booster Club shall be: President, Vice President, Secretary/ Treasurer, Chaplain.

<u>Offices</u>	<u>Names</u>	<u>Addresses</u>
President	John Roberts	2136 Charter Oak Dr., Tall., FL 32303
Vice President	David Harris	6216 Whittondale Dr., Tallahassee, FL 32312
Secretary/Treasurer	Kim Gabbard	7038 Bradfordville Rd., Tallahassee, FL 32309
Chaplain	Todd Sapp	4285 Camden Rd., Tallahassee, FL 32303
Other	Ronnie Cottrell	1717 W. Tharpe St., Tallahassee, FL 32303

ARTICLE VI: The Initial Registered Agent

The street address of the Initial Registered office and agent is 3619 Strolling Way, Tallahassee, FL 32311.
The name of the Registered Agent is Joy Becker.

ARTICLE VII: Name and Address of the Incorporator

The name and street address of the Incorporator to these Articles of Incorporation is Joy Becker,
Address: 3619 Strolling Way, Tallahassee, FL 32311

ARTICLE VIII: Prohibited Activities

No part of the net 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 shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the

activities of the Corporation shall be carrying on the 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 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 by: (A) a corporation exempt from Federal Income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (B) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX: Amendment of By-Laws

These Bylaws may be amended at any regularly scheduled meeting, but only after due notice of the proposed amendments(s). "Due notice" for the purposes of this section shall mean the notification to the members at least two (2) weeks prior to the board meeting of the character of the proposed amendment(s) or revision to the Bylaws. The adoption of the amended or revised bylaws requires the approval by a majority of the members of the Executive Board and 2/3 of the members present for the meeting. Amendments or revisions to the bylaws shall not conflict with Leon County School District policies, local, state or federal laws.

ARTICLE X: Use of Funds and Disposition of Assets Upon Dissolution

Use of Funds

The Corporation shall use its funds only to accomplish the objectives and purposes specified by these Bylaws and the Articles of Incorporation, and no part of such funds shall inure, or be distributed to any member or director of the Corporation.

An annual budget will be prepared by the Treasurer and presented to the Executive Board at the earliest possible meeting of the fiscal year, and no later than the March meeting of the Board. The annual budget must be approved by a majority of the members at a regular meeting of the members. A copy of the budget will be made available to any interested party, upon request.

Any expenditure of more than \$1,000, or any expenditure of any amount that is determined by the treasurer to exceed its relevant and approved budget line item, must be approved by a majority of members of the Executive Board with 48 hours' notice required and the vote taken at that time or within the following 24 hours.

The President shall have the authority to approve up to \$1,000 for discretionary, urgent or emergency spending not projected in the annual budget and also authorized to spend in accordance with the approved annual budget as set forth by a majority vote of the members. The treasurer shall provide a report of discretionary, urgent or emergency spending to the members of the board and members at the next regular schedule meeting.

Budget and financial updates will be provided to the general membership at every membership meeting that is called by the Executive Board. The updated financial report will be distributed at these meetings and made available to any interested party, upon request.

All checks will require two signatures.

Dissolution

The Club may be terminated and dissolved upon the affirmative vote of at least two-thirds (2/3) of its total Regular Members entitled to vote. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, distribute the corporation's assets in this manner: (1) 25% to the Godby Cheerleading Internal Account and (2) 75% to the Godby High School football internal account.

The date of each amendment(s) adoption: April 22, 2013

Effective date if applicable: April 22, 2013
(no more than 90 days after amendment file date)

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 4/24/13

Signature Joy E. Becker
(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)

Joy E. Becker
(Typed or printed name of person signing)

Reg. Agent/Incorporator
(Title of person signing)