

N43551

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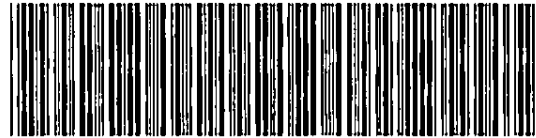
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **Alpha Epsilon Lambda, Inc.**

DOCUMENT NUMBER: **N43551**

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

Please return all correspondence concerning this matter to the following:

John C. Capece

(Name of Contact Person)

Alpha Epsilon Lambda, Inc.

(Firm/ Company)

P.O. Box 1577

(Address)

LaBelle, FL 33975

(City/ State and Zip Code)

JCCAPECE@GMAIL.COM

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

For further information concerning this matter, please call:

John C. Capece

(Name of Contact Person)

(863) 234-6775

(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

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SEC. 17.0001
TALLAHASSEE, FL

Alpha Epsilon Lambda, Inc.

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

N43551

(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)

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:

_____, Florida _____
(City) (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 checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DV</u>	<u>Rock Aboujaoude, Jr.</u>	<u>6017 NW 27th Terrace</u> <u>Gainesville, FL 32653</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Carole Glover</u>	<u>15900 Maple Ridge Ct</u> <u>Rockville, MD 20853</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DST</u>	<u>John C. Capece</u>	<u>1104 River Run</u> <u>LaBelle, FL 33935</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>

E. If amending or adding additional Articles, enter change(s) here:

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

Amended Article of Incorporation are attached on additional sheets.

Section 2. Purpose. Add: (b) To support national, campus-wide, college-level, and departmental graduate student organizations by recognizing and bringing together the students who lead these organizations as elected officers and as outstanding committee chairs or project organizers.

Section 3. Membership. Change to: Membership shall be divided into nine classifications: Academic Member, Leadership Member, Leadership and Academic Member, Honorary Member, National Honorary Member, National Member, International Member, Fellow, and Governing Member. The manner of admission to membership shall be determined by the Board of Directors. The Board of Directors shall be elected by the Governing Members. The voting power and the property rights and interest of each Governing Member shall be equal.

Section 4. Term. Delete: The corporation shall terminate on December 31, 2039. Add: The corporation shall exist perpetually.

Section 5. Officers.

~~Delete: A President and a Vice President shall be elected annually by the National Fellows at the conclusion of the annual meeting, which is to be held each calendar year at such time and in such place as is determined by the by-laws. It shall be the duty and responsibility of the President and Vice President to preside at the annual membership meeting.~~

Add: A President and a Vice President shall be elected by the Governing Members at the conclusion of the annual national meeting, which is to be held at such time and in such place as is determined by the by-laws. It shall be the duty and responsibility of the President and Vice President to preside at the national meeting.

Section 7. Directors.

~~Delete: term of three years~~

Add: term of five years

Section 8. By-laws.

~~Change: by-laws~~

To: constitution and by-laws

The date of each amendment(s) adoption: June 19, 2022, if other than the date this document was signed.

Effective date if applicable: June 19, 2022
(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 **September 12, 2022**



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)

John C. Capece

(Typed or printed name of person signing)

Executive Director

(Title of person signing)

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ST
TALLAHASSEE, FL

ALPHA EPSILON LAMBDA
ARTICLES OF INCORPORATION

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SECRET
TALLAHASSEE, FL

1. Name. The name of the corporation shall be Alpha Epsilon Lambda, Inc.
2. Purpose. The purposes for which this corporation is organized are as follows:
 - (a) To recognize, promote and foster outstanding leadership and high academic achievement among graduate and professional school students.
 - (b) To support national, campus-wide, college-level, and departmental graduate student organizations by recognizing and bringing together the students who lead these organizations as elected officers and as outstanding committee chairs or project organizers.
 - (c) To solicit and receive funds, gifts, endowments, donations, devises, and bequests.
 - (d) To exercise all the powers enumerated in Section 617.021, Florida Statutes, as it now exists or is subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers hereinabove enumerated which are not in derogation of the laws of the State of Florida. This Corporation is organized exclusively for public purposes as a not-for-profit corporation, and its activities shall be conducted for such purposes in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer of individual. In addition, the Corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617, Florida Statutes.
 - (e) The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
 - (f) Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried out by an organization exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
3. Membership. Membership shall be divided into nine classifications: Academic Member, Leadership Member, Leadership and Academic Member, Honorary Member, National Honorary Member, National Member, International Member, Fellow, and Governing Member. The manner of admission to membership shall be determined by the Board of Directors. The Board of Directors shall be elected by the Governing Members. The voting power and the property rights and interest of each Governing Member shall be equal.

4. Term. Corporate existence shall commence on May 25, 1991. The corporation shall exist perpetually.

5. Subscribers. The names and addresses of the subscribers are as follows:

John C. Capece	9 Rogers Hall – UF, Gainesville, Florida 32611
Carole M. Glover	837 Walker Road, Great Falls, Virginia 22066
Suresh Ramamurthi	805 Cypress Hall – NJIT, Newark, New Jersey 07102

6. Officers. The affairs of the corporation shall be managed by its Executive Director and Secretary-Treasurer to be elected every five years by the Board of Directors. The Board of Directors may appoint or elect such other officers as it shall deem advisable. A President and a Vice President shall be elected by the Governing Members at the conclusion of the national meeting, which is to be held at such time and in such place as is determined by the by-laws. It shall be the duty and responsibility of the President and Vice President to preside at the national membership meeting. Kathy Martin shall serve as the initial President; Carole Glover shall serve as the initial Vice President; Suresh Ramamurthi shall serve as the initial Secretary-Treasurer; and John C. Capece shall serve as the initial Executive Director until the first meeting of the Board of Directors.

7. Directors. The first Board of Directors shall consist of three (3) persons. The first Board of Directors shall hold Governing Member, Fellow and National Member status.

The names and addresses of the first Board of Directors are as follows:

John C. Capece	9 Rogers Hall – UF Gainesville, Florida 32611
Carole Glover	837 Walker Road Great Falls, Virginia 22066
Suresh Ramamurthi	805 Cypress Hall -NJIT Newark, New Jersey 07102

Directors shall be elected by the Governing Members at the annual meeting of the Board of Directors held at such time and place as determined by the Executive Director; provided, however, that nothing herein shall be construed to prevent the election of a director to succeed himself or herself; and further provided that no director's term shall be considered to have expired until his or her successor has been elected (or the number of directors diminished) at the annual meeting corresponding to the ending of such term. Directors shall hold office for a term of five years; provided that no director's term shall be considered to have expired until his or her successor has been elected (or the number of directors diminished).

8. By-laws. The Board of Directors shall adopt the constitution and by-laws and shall have the power to alter or rescind the constitution and by-laws. The by-laws shall fix the number of Directors, which shall never be less than three (3).
9. Amendments to Articles. Amendments to the Articles of Incorporation may be proposed by any Director and adopted by at least a two-thirds (2/3) vote of the Board of Directors.
10. Location and Agent. The street address in the State of Florida of the initial registered office of the proposed corporation is:

6017 NW 27th Terrace; Gainesville, Florida 32605.

Said address is also the place where its principal business will be transacted. The name of its initial registered agent at such address is:

John C. Capece

By his signature below, said registered agent accepts the obligations provided in Section 607.325 of the Florida Statutes.

11. Limitation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 above.
12. Dissolution. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation directly to the National Association of Graduate-Professional Students, Inc., or its successors, but only if such entity, or its successors, is then an exempt organization within the meaning of 501(c)(3) of the Internal Revenue Code; and if not, then to such other organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.