

N47059

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

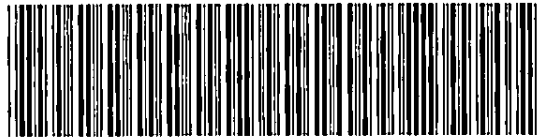
Special Instructions to Filing Officer:

J. HORNE

SEP 22 2023

8/21

Office Use Only



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03/21/23--01004--003 **35.00

FILED
23 AUG 21 AM 11:49
HALL COUNTY CLERK
HALL COUNTY, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 27, 2023

VIVIAN KOBE
18705 TRANQUILITY BASE LANE
PORT ST. LUCIE, FL 34987 US

SUBJECT: GARDEN CLUB OF FORT PIERCE INC.
Ref. Number: N47059

AUG 21 2023

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

WE ARE ONLY ABLE TO FILE ONE DOCUMENT. PLEASE CHOOSE WHICH ONE YOU WOULD LIKE TO FILE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Jasmine N Horne
Regulatory Specialist II

Letter Number: 023A00014514

jasmine.horne@dosc.myflorida.com

*called 7/14/23 p.m. 850-245-6050
emailed 7/14/23 p.m. - no response
left V.M for Jasmine*

August 5, 2023

Jane B Zezeck
9460 Meadowood Drive # 206
Ft Pierce, FL 34951

Subject: Garden Club of Fort Pierce, Inc
Ref. Number: N47059
Letter Number: 023A00014514

Jasmine N Horne
Regulatory Specialist II
Florida Department of State, Division of Corporations
P O Box 6327
Tallahassee, FL 32314

We believe that we submitted only ONE document for filing, so we do not understand the reasoning behind the following statement in your letter:

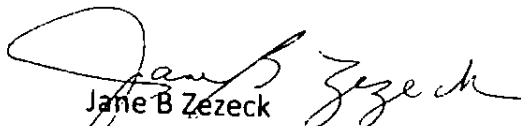
"WE ARE ONLY ABLE TO FILE ONE DOCUMENT. PLEASE CHOOSE WHICH ONE YOU WOULD LIKE TO FILE."

Attached is your letter and the original filing with my handwritten statement in Section E stating that the 3-page document titled "FIRST AMENDMENT AND COMPLETE RESTATEMENT OF THE ARTICLES OF INCORPORATION OF GARDEN CLUB OF FORT PIERCE, INCORPORATED" is the only document and it is what we are requesting to be filed.

As per your letter, you have retained the \$35 filing fee that covers this filing request.

If there are any additional questions/issues with this filing request, please contact me:

Jane Zezeck
304-282-2411
zezeck@hotmail.com



Jane B Zezeck
Garden Club of Fort Pierce Bylaws/Articles of Incorporation Chairman
GCFP Past President

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Garden Club of Fort Pierce, Incorporated

DOCUMENT NUMBER: N47059

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

Please return all correspondence concerning this matter to the following:

Vivian Kobe

Name of Contact Person

Garden Club of Fort Pierce, Inc.

Firm/ Company

18705 Tranquility Base Lane

Address

Port St Lucie, FL 34987-3237

City/ State and Zip Code

viviankobe41@gmail.com

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

For further information concerning this matter, please call:

Jane Zezeck

at (304) 282-2411

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:

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

**FIRST AMENDMENT AND COMPLETE RESTATEMENT OF
THE ARTICLES OF INCORPORATION OF
GARDEN CLUB OF FORT PIERCE, INCORPORATED**

These Amended and Restated Articles of Incorporation are prepared and filed pursuant to Chapter 617, *Florida Statutes*, the Florida Not For Profit Corporation Act.

ARTICLE I - NAME

The name of this Corporation shall be the Garden Club of Fort Pierce, Inc.

ARTICLE II - ADDRESS

The principal place of business of the Garden Club of Fort Pierce, Inc. is 911 Parkway Drive, Fort Pierce, FL 34950 and the mailing address is 18705 Tranquility Base Lane, Port St Lucie, FL 34987.

ARTICLE III - PURPOSE

The Corporation is organized and operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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 purposes of this Corporation shall be to further the education of members and the public in the fields of gardening, horticulture, botany, landscape and floral design; to promote the conservation of natural resources; to encourage civic beautification; and to advance environmental education and nature study.

ARTICLE IV - MEMBERSHIP

Membership in this corporation shall be composed of such persons in the State of Florida under such terms and conditions and such rules as may be prescribed by the Bylaws of this Corporation.

ARTICLE V - MANAGEMENT

SECTION 1. The powers of the Corporation shall be regulated by the Bylaws of the Corporation.

SECTION 2. The affairs of the Corporation shall be conducted and administered by the Officers and a Board of Directors.

SECTION 3. The officers of the Corporation shall be President, Vice Presidents, Recording Secretary, Corresponding Secretary, Treasurer, and Assistant Treasurer.

SECTION 4. The Executive Board of the Corporation shall consist of the Officers of the Corporation, immediate Past President, Chaplain and Parliamentarian.

SECTION 5. The Board of Directors of the Corporation shall consist of the Executive Board and Committee Chairmen.

SECTION 6. The manner of electing or appointing of all officers and committee chairmen, the powers, duties and terms of office of all officers and committee chairmen, and the procedure for filling a vacancy in any office or committee chairman shall be as provided in the Bylaws.

FILED
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AM 11:50
CLERK OF DISTRICT COURT
FORT PIERCE, FLORIDA

ARTICLE VI - OFFICERS

The names of the officers who are to manage the affairs of the Corporation until the first election under these Articles of Incorporation are as follows:

<u>Names</u>	<u>Offices</u>
Vivian Kobe	President
Anne Kern	1 st Vice President
Francine McGuire-Popeck	2 nd Vice President
Mary Cox	Treasurer
Grace Frasca	Assistance Treasurer
Suzanne Boardman	Recording Secretary
Carolyn Lloyd	Corresponding Secretary

ARTICLE VII - NET EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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.

ARTICLE VIII - RESTRICTED ACTIVITIES

No substantial part of the activities of the Corporation shall be the carrying on of 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX - AFFILIATIONS

The Garden Club of Fort Pierce, Inc. is a member of National Garden Clubs, Inc., Deep South Garden Clubs, Inc., Florida Federation of Garden Clubs, Inc. and Florida Federation of Garden Clubs, District X, Inc.

ARTICLE X - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with any special rules of order the Corporation may adopt.

ARTICLE XI - DISSOLUTION

The Corporation shall have perpetual existence, unless dissolved according to law, provided however, that upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to one or more local government entities in Saint Lucie County for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in St Lucie County, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII - AMENDMENT OF THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended, after Board of Directors approval, at any regular or special meeting of the Corporation by a two-thirds vote of members present and eligible to vote (after a quorum as prescribed in the Bylaws has been established), provided that the amendment has been submitted in writing at the previous regular meeting or at a special meeting called for that purpose, previous notice having been given.

ARTICLE XIII - AMENDMENT OF BYLAWS

The Bylaws may be amended, after Board of Directors approval, at any regular or special meeting of the Corporation by a two-thirds vote of members present and eligible to vote (after a quorum as prescribed in the Bylaws has been established), provided that the amendment has been submitted in writing at the previous regular meeting or at a special meeting called for that purpose, previous notice having been given.

ARTICLE XIV - INCORPORATORS

As required by Chapter 617, *Florida Statutes*, the names and addresses of the corporation's incorporators are set forth below:

Gloria Rooks	6390 Gardenia Street, Fort Pierce, Fl
Gail Svec	7300 Reserve Creek Drive, Port St. Lucie, Fl
Mildred Pruitt	741 SW Duxbury Ave, Port St. Lucie, Fl
Lois E. Loveridge	1700 Cortez Blvd, Ft Pierce, Fl

ARTICLE XV - REGISTERED AGENT

The name and address in the State of Florida of this Corporation's registered agent is:
Vivian Kobe, 18705 Tranquility Base Lane, Port St Lucie, FL 34987.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this
8th day of February, 2023.

GARDEN CLUB OF FORT PIERCE, INCORPORATED

By: Vivian Kobe
Vivian Kobe
President of the Corporation