

N48003

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

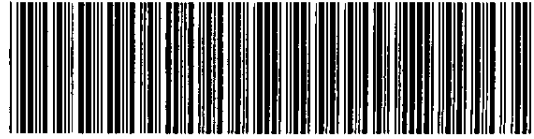
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 APR 19 AM 8:24

Amend/cus
@ 4.5.11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Keep Putnam Beautiful, Inc.

DOCUMENT NUMBER: N 48003

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

Please return all correspondence concerning this matter to the following:

Ramiah Watkins
(Name of Contact Person)

Keep Putnam Beautiful, Inc.
(Firm/ Company)

205 N. 2nd Street
(Address)

PALATKA, FL 32177
(City/ State and Zip Code)

KPB@PALATKA-FL.SOV
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ramiah Watkins at (386) 325-9598
(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation

of
Keep Putnum Beautiful, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

N48003
(Document Number of Corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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)

205 N. 2nd St.
DALATKA, FL 32177

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)

_____, 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)

<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

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

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

See Attached

ARTICLES OF AMENDMENTS
to
ARTICLES OF INCORPORATION
of

Keep Putnam Beautiful, Inc.

Article III PURPOSE (S)

The specific purpose(s) for which the corporation is organized is (are):

- Change the attitudes of all the citizens of Putnam County toward the disposal of waste through education and motivation, with the emphasis placed on the youth education.
- Clean up solid waste and litter, as an education effort to improve the quality of life in our community through education, beautification and litter prevention activities.
- Obtain updated litter and solid waste control ordinances.
- Seek effective enforcement of all pertinent ordinance and laws.

Article III is amended to read:

PURPOSE (S)

- To educate the citizens of Putnam County in the proper disposal of waste with the emphasis on youth and to motivate our citizens to implement proper disposal practices.
- To lead and to assist groups and individuals in cleanups of solid waste and litter.
- To advocate for updated litter and solid waste control ordinances and encourage the enforcement of all current litter and solid waste control ordinances.
- To educate the citizens of Putnam County and encourage the continued and proper waste disposal practices by the use of recycling, community beautification, and energy efficiency methods to reduce pollution of air, water and soil.

ARTICLE IV MEMBERSHIP

- A. The Keep Putnam Beautiful, Inc. Board shall consist of not more than fifteen members.

- B. The Putnam County Administrator shall be an ex-officio member of the board and will not be included in meeting quorum requirements and shall be included in the number fifteen.
- C. The membership committee shall present nomination for board members.
- D. Board members shall be elected annually at the annual meeting from and by the general membership with no limits on terms.

Article IV is amended to read:

MEMBERSHIP

- A. The Keep Putnam Beautiful, Inc. Board shall consist of not more than 20 members.
- B. The Putnam County Administrator shall be an ex-officio member of the board and shall not be included in meeting quorum requirements and shall not be included in the number 20.
- C. The membership shall be filled, on an interim basis, by and with the board approval for the remainder of the vacant position's term.
- D. Members will serve 3 year-terms.

ARTICLE VII MEETINGS

- A. Regular meetings of the board will be held monthly.
- B. Special meetings of the board may be called by the Chair, or by the Executive board, or at the request of ten or more members. Notice of all specials meetings shall be given by mail or telephone at least three days prior to the meeting, and such notice shall include time place and the purpose of the meeting.
- C. Eight board members attending any board meeting shall constitute a quorum.
- D. Board members shall advise the Chair in advance of inability to attend any regular scheduled meeting.
- E. Committees shall meet as required and shall report at the next regularly scheduled meeting of the board.
- F. General members may attend board meetings. A request to be placed on the agenda should be received by the Chair at least a week in advance of the meeting.
- G. An annual meeting of the general membership shall be held in conjunction with the volunteer appreciation awards program.
- H. If time dated materials must be answered before the next regular meeting three officers must consent.

Article VIII is amended to read:

MEETINGS

- A. The board will meet at least quarterly or more frequently as determined by the board.
- B. Special meetings of the board may be called by the Chair, or by the Executive Committee, or at the request of ten or more members. Notice of all special meetings shall be given by Email or telephone at least three days prior to the meeting, and such notice shall include time place and the purpose of the meeting.
- C. 33% of the membership shall constitute quorum.
- D. Committees shall meet as needed and shall report at the next regularly scheduled meeting of the board.
- E. A request to be placed on the agenda should be received by the Chairman or the Executive Director at least a week in advance of the meeting.
- F. If timed dated materials must be answered before the next regular meeting, The Executive Committee must consent in order for the Executive Director to respond in a timely manner.

ARTICLE IX AMENDMENTS

The board of Keep Putnam Beautiful, Inc. may amend these by-laws and the Articles of Incorporation by a vote of the quorum board membership present at a regular meeting. A written notice of the proposed amendment shall be sent to all board members at least 15 days before the regular meeting at which the amendment shall be voted.

Article IX shall be amended to read:

AMENDMENTS

The board of Keep Putnam Beautiful, Inc. may amend the by-laws and the Articles of Incorporation by a majority vote of the board membership present at a regular meeting. A written notice of the proposed amendment shall be sent to all board members at least 15 days before the regular meeting at which the amendment shall be voted.

ARTICLE X

MANNER OF DISSOLUTION and DISPERSION

- D. Upon dissolution of the corporation or the winding up of its affairs, all of the assets of the Corporation shall be distributed to such organizations which then qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, as amended, as the Board of Directors may direct.

- E. In order to accomplish the purpose and to attain the objects for which this Corporation is formed and for which the funds and property of this Corporation shall be handled, administered, operated and distributed as herein above set forth, the Corporation, its Directors and Officers, shall possess and exercise all powers, authorities and privileges granted by and allowed under the laws of the State of Florida, subject to the limitation and condition that, notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the Federal income tax exempt purposes of the Corporation and as may be exercised by and organization exempt under Section 501 © (3) of the Internal Revenue Code, as amended, and Treasury Regulations there under as they now exist or as they may be thereafter amended and by an organization, contribution to which are deductible under Section 170(c)(2) and 2055 (a) of such Code and Treasury Regulations there under as they now exist or as they may be hereafter amended.

Article X shall be amended to read:

MANNER OF DISSOLUTION

- D. Upon dissolution of the corporation all assets shall be distributed to such organizations then qualifying as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, as amended, and as directed by the Keep Putnam Beautiful Board of Directors.
- E. In order to accomplish the purpose and to attain the objectives for which this Corporation is formed shall be handled, administered, operated and distributed as herein above set forth, the Corporation, its Directors and Officers, shall possess and exercise all powers, authorities and privileges granted by and allowed under the laws of the State of Florida, subject to the limitation and condition that, notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the Federal income tax exempt purposes of the Corporation and as may be exercised by and organization exempt under Section 501 © (3) of the Internal Revenue Code, as amended, and Treasury Regulations there under as they now exist or as they may be thereafter amended and by an organization, contribution to which are deductible under Section 170(c)(2) and 2055 (a) of such Code and Treasury Regulations there under as they now exist or as they may be hereafter amended.

The date of each amendment(s) adoption: April 8, 2011
(date of adoption is required)

Effective date if applicable: _____
(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 April 14, 2011

Signature [Handwritten 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)

Yvonne Parrish
(Typed or printed name of person signing)

President
(Title of person signing)