

N92000000250

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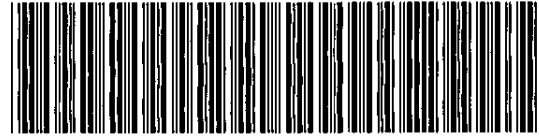
(Business Entity Name)

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Amend

03/22/12--01002--001 **52.50

RECEIVED
DEPARTMENT OF STATE
12 MAR 22 AM 8:24

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
12 MAR 22 AM 8:26

DR
2/22/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida-Nepal Association, Inc.

DOCUMENT NUMBER: N92000000250

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

Please return all correspondence concerning this matter to the following:

Rajeeb Lamsal

(Name of Contact Person)

Florida-Nepal Association, Inc.

(Firm/ Company)

1368 Mallard Landing Blvd. N.

(Address)

Saint Johns, FL 32259

(City/ State and Zip Code)

rlamsal@comcast.net

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

For further information concerning this matter, please call:

Rajeeb Lamsal

(Name of Contact Person)

at (904) 742-6829

(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

Florida-Nepal Association, Inc.

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

N92000000250

(Document Number of Corporation (if known))

FILED

12 MAR 22 AM 8:26

SECRETARY OF STATE
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**)

1368 Mallard Landing Blvd. N.
Saint Johns, FL 32259

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: _____

1368 Mallard Landing Blvd. N.

(Florida street address)

New Registered Office Address:

Saint Johns, Florida 32259
(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:

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 type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <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)

Submitting attached Articles of Incorporation of Florida-Nepal Association, Inc.
in its entirety for:

The amendments to the following Articles:

Article V: Manner of Election of Executive Committee Members

Article IX: Dissolution or Liquidation of the Organization

Deletion of the following Articles:

Article X: Amendment

Article XI: Duties of the Executive Committee

Article XIII: Meetings

Renumbering of Article number from Article XII to Article X for the Article
SOLICITING AND GRANTING FUNDS FOR DOMESTIC AND FOREIGN CORPORATIONS

The date of each amendment(s) adoption: October 15th, 2011

Effective date if applicable: October 15th, 2011
(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 3-21-2012

Signature Rajeeb Lamsal
(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)

Rajeeb Lamsal
(Typed or printed name of person signing)

Registered Agent / Past President
(Title of person signing)

ARTICLES OF INCORPORATION

FOR

FLORIDA-NEPAL ASSOCIATION, INC.

(A Non-profit Corporation)

The undersigned, acting as an incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

FLORIDA-NEPAL ASSOCIATION, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and the mailing address of this corporation shall be:

**6320 NW 33rd TERRACE
GAINESVILLE, FLORIDA 32606**

ARTICLE III PURPOSES

The purpose 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.

ARTICLE IV INITIAL EXECUTIVE COMMITTEE MEMBERS

The affairs of the Corporation shall be managed by its Executive Committee Members who are to serve until the first election as specified in the By-Laws of the Corporation. The initial executive committee shall consist of the following officers:

President:	Tirtha Mali
Vice President:	Baburam Adhikari
General Secretary:	Rajeeb K. Lamsal
Treasurer:	Rajendra Shrestha
Information Secretary:	Ramesh Shrestha
Member at Large:	Ajaya Satyal
Member at Large:	Subarna Malakar

ARTICLE V MANNER OF ELECTION OF EXECUTIVE COMMITTEE MEMBERS

The manner in which the Executive Committee Members are elected or appointed is as follows:

The method of election of the Executive Committee Members shall be in accordance with Florida-Nepal Association's Bylaws.

The Executive Committee Members shall be the governing body of the corporation.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

RAJEEB K. LAMSAL
6508 WAR ADMIRAL TRAIL
TALLAHASSEE, FLORIDA 32308

ARTICLE VII INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
RAJEEB K. LAMSAL	16508 WAR ADMIRAL TRAIL TALLAHASSEE, FLORIDA 32308

The undersigned incorporator has executed these Article of Incorporation this 13th day of November, 1992.

Signature of the Incorporator

RAJEEB K. LAMSAL
Typed name of incorporator signing

ARTICLE VIII LIMITATION OF POWERS

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IX DISSOLUTION OR LIQUIDATION OF THE ORGANIZATION

The simple majority of the EC vote shall commence the process for the dissolution or liquidation of the Association. Upon receiving the majority of the EC vote, the EC shall turn over the process to dissolve or liquidate the Association to the ANEC. Members of the Association shall be notified of the dissolution or liquidation of the Association and allow at least thirty (30) days to cast their votes. The Membership, with 2/3 majority vote shall decide to ratify or reject the dissolution or liquidation of the Association.

Votes for the dissolution or liquidation of the Association shall be by cast ballots, online/website, mail, email or any other means as decided by the ANEC. The ANEC shall provide all necessary voting materials, distribute information to the FNA members, count the ballots and declare the results.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, State, or Local Government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principle office of the organization is then located, exclusively for such purposes.

Article X SOLICITING AND GRANTING FUNDS FOR DOMESTIC AND FOREIGN CORPORATIONS

1. The Executive Committee is empowered to solicit contributions to be used to provide grants to foreign organizations or to an officer connected with such foreign organization for the specific purposes set forth in the Articles of Incorporation. The Executive Committee may withdraw its approval of a particular grant even if it has been approved, upon notice to the grantee.
2. The Executive Committee is empowered to make grants and contributions and otherwise render assistance to any domestic 501(c)(3) organization which furthers the purposes set forth in the Articles of Incorporation.
3. The Executive Committee shall review all requests for funds from other organizations and shall require that such requests specify the use to which the funds will be used. The Executive Committee may, in its absolute discretion, refuse to make any grants or contributions or otherwise render assistance to or for any or all of the purposes for funds are requested.
4. If the Executive Committee approves the request, the Executive Committee shall authorize payment of such funds to the approved grantee.
5. The Executive Committee shall require that the grantee furnish an accounting at least quarterly to show that all funds were expended for the purposes which were approved by the Executive Committee.
6. The Executive Committee shall at all times have the right to withdraw approval of the grant if it appears that the grantee is not or will not be utilizing the funds as approved by the Executive Committee. Those funds may then be used for other charitable, scientific or educational purpose.
7. After the Executive Committee has approved a grant to another organization as set forth above, the corporation may solicit funds for the specifically approved project or purpose of the other organization.