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SECRETARY OF STATE
HALLAMSBURG, PA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Kiwanis Club of Sun City Center, FL, Foundation, Inc.
Name of Corporation

DOCUMENT NUMBER: N94000000685

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William D. "Denny" Groves

Name of Contact Person

Kiwanis club of SouthShore, Foundation

Firm/Company

P.O. Box 5753

Address

Sun City Center, FL 33573

City/State and Zip Code

sevorgd@aol.com

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

For further information concerning this matter, please call:

Denny Groves

813

663-3937

Name of Contact Person

at ()

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 17, 2015

WILLIAMS D. DENNY GROVES
P.O. BOX 5753
SUN CITY CENTER, FL 33573

SUBJECT: KIWANIS CLUB OF SUN CITY CENTER, FL. FOUNDATION, INC.
Ref. Number: N94000000685

We have received your document for KIWANIS CLUB OF SUN CITY CENTER, FL. FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This is a Florida Corporation the document you sent in is not correct.

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.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 715A00017320

9/2/15

COPY OF LETTER
CORRECT APPLICATION RE-SUBMITTED.
SORRY FOR THE CONFUSION.
THANKS FOR YOUR HELP!

William D. Denny

RECEIVED
15 SEP -8 PM 4:29
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

Articles of Amendment
to
Articles of Incorporation
of

KIWANIS CLUB OF SUN CITY CENTER, FL, FOUNDATION, INC.

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

N94 000 000 685

(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:

KIWANIS CLUB OF SOUTH SHORE SUN CITY CENTER, FL, FOUNDATION, INC. 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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

N/A

(Florida street address)

New Registered Office Address:

(City)

Florida

(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

FILED
15 SEP -8 AM 7:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ALONG WITH CHANGING THE NAME, AFTER THE
KIWANIS CLUB BYLAWS WERE REWRITTEN, THE
BYLAWS TO "THE FOUNDATION" WERE ALSO
MODIFIED - UPDATED. THE REVISED
MINUTES WERE APPROVED BY $\frac{2}{3}$ OF THE
MEMBERS ATTENDING.

KIWANIS CLUB OF SOUTHSORE, SUN CITY CENTER, FL FOUNDATION, INC.

BY LAWS

AS AMENDED ON JANUARY 20, 2015

ARTICLE I

BYLAWS

1. **BYLAWS.** These bylaws constitute the rules adopted by The Kiwanis Club of SouthShore, Sun City Center, Florida Foundation, Inc., for the administration of its affairs and to exercise its corporate powers. This Corporation will henceforth be referred to as "**The Foundation**" in these bylaws.

ARTICLE II

PURPOSE AND POWERS

2. **PURPOSE.** The purpose of The Foundation shall be to assist by contributing from its assets to needy individuals and organizations which qualify as legitimate charities or educational institutions. It will in particular provide educational support to young people in the schools surround Sun City Center, Florida. The Foundation shall, at its discretion, receive, hold title to, and/or dispose of such assets as may come into its possession from any source and shall be empowered to create investments from the funds it receives and investment any earnings therefrom shall be used to sustain expenditures of The Foundation.

In conjunction with the Kiwanis Club of SouthShore, Sun City Center, FL Inc., The Foundation will support various educational and needy organization as defined and approved by The Foundation Board of Directors, as follows:

- a. **Eleven Elementary Schools, Two Middle Schools, Two High Schools and One College; Service Leadership Programs:** These programs are further defined as K-Kids, Terrific Kids, Builder's Clubs, Key Clubs and Circle K Clubs and other such approved Kiwanis International Children Programs.
- b. **Kiwanis International Programs:** Funds may be dispersed in support of various World Wide needy organization as approved by Kiwanis International, such as the project to Eliminate Prenatal Tetanus World Wide.
- c. **Awarding Local Scholarships:** As determined by the Board of Directors, scholarships may be awarded to individuals that seek to achieve higher education.
- d. **Other Purposes:** The Foundation shall, at its discretion, receive, hold title to, and/or dispose of such assets as may come into its possession from any source and shall be empowered to create investments from the funds it receives and investment any earning therefrom shall be used to sustain

2. **INDUCTIONS.** At the annual Induction of Officers and Board of Directors of the Kiwanis Club of SouthShore, each Officer and Board of Director will recognize the responsibility of serving jointly as an Officer of The Foundation. The term for each Officer and Board of Director will follow the terms for the Officers of the Kiwanis Club of SouthShore, unless otherwise identified here in the bylaws.
3. **DUTIES.** The President, President Elect, Vice President, Secretary, and Treasurer shall have the following duties for The Foundation:
 - a. The President shall preside at all The Foundation Board of Directors meetings; see that orders and resolutions of The Foundation Board are carried out; and shall have all the powers and duties which are usually vested in the President of a Corporation.
 - b. The President Elect shall act in the place and stead of the President in the event of his/her absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the President and/or the Board of Directors.
 - c. The Vice President shall act in the absence of the President and President Elect and shall exercise and discharge such other duties as may be required by the President and/or the Board of Directors.
 - d. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of The Foundation Board of Directors meetings; serve notice of meetings of The Foundation Board of Directors, keep appropriate current records showing the members of The Foundation together with their addresses; file corporate reports as required by the Secretary of State of the State of Florida; and shall perform such other duties as may be required by the President and/or the Board of Directors.
 - e. The Treasurer shall carry out practices approved by the Board of Directors for the accounting of all investments, bank held monies, receipts and disbursements. All transactions concerning The Foundation assets must be preapproved with supporting documentation by the Board of Directors. The Treasurer shall prepare monthly statements of accounts for review by the Board and the membership. The Treasurer will submit a final statement at the close of the fiscal year TO THE BOARD OF DIRECTORS. The Treasurer shall also file necessary tax and other required FINANCIAL RELATED reports with Federal and State officials. The Treasurer's accounting shall be audited within 60 days after the close of each fiscal year and the results reported in writing to the Board of Directors. The Treasurer shall ensure that all checks written on behalf of The Foundation have the required number of authorized signatures. The Treasurer shall perform such other duties as may be required by the President and/or the Officers and Board of Directors.

3. **SPECIAL MEETINGS.** Special meetings of The Foundation membership may be called by the President, or by two-thirds of the Board of Directors. Such meeting shall be scheduled at least two weeks in advance, by announcing the day, time, purpose and agenda for the meeting.
4. **QUORUM.** A quorum has been established when a simple majority of The Foundation Officer's and Board of Directors are present to conduct business.

ARTICLE VII

COMMITTEES

1. **STANDING COMMITTEES.** The Foundation may have standing committees as determined by the Officer's and Board of Directors.

ARTICLE IX

AMENDMENTS

1. **AMENDMENTS.** The power to amend, alter, or repeal these Articles of Incorporation and these bylaws is vested in The Foundation membership and will follow the guidelines for amending the Bylaws of the Kiwanis Club of SouthShore. Any amendments to the Article of Incorporation or these Bylaws shall be initiated by an approved motion from the Board of Directors or upon a petition of sixty percent (60%) of The Foundation membership at a regular or special meeting. Notice of the proposed amendment shall be provided to the membership at least two weeks before the meeting at which such amendment is to be voted upon. Such notice letter shall also include such papers necessary so that a member not attending such announced meeting may vote by proxy. A sixty (60%) affirmative vote of The Foundation membership shall be required to adopt or amend the bylaws.

ARTICLE X

DISOLUTION

1. **DISSOLUTION.** In the event of dissolution of this Corporation, all the property owned by it shall be distributed to local charitable organizations in keeping with the purposes and objective as specified in the Articles of Incorporation. No asset of the Corporation shall inure to the benefit of any member, Director, Officer, employee or private individual. The dissolution plan shall be submitted to The Foundation Board of Directors for approval to assure the plan complies with regulations under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE XVI

APPROVAL BY KIWANIS INTERNATIONAL

1. **CLUB APPROVAL.** These bylaws and all amendments or additions shall not be effective unless approved by Kiwanis International. Adopted by the Kiwanis Club of SouthShore, Sun City Center, Florida Foundation, Inc. on **January 20, 2015**.
2. These bylaws (This is Page 7 of 7) are forwarded requesting approval from Kiwanis International:

Kiwanis Club of SouthShore, Sun City Center, Florida Foundation, Inc.

Date: <u>1-24-2015</u> <u>Tony V. Petree</u> Tony Petree, President Kiwanis Club of SouthShore, SCC, FL, Foundation, Inc.	Date: <u>July 3, 2015</u> <u>Chuck Wirick</u> Chuck Wirick, Immediate Past President Kiwanis Club of Sun City Center, FL, Foundation, Inc.
Date: <u>1-24-15</u> <u>Karen Fredricks</u> Karen Fredricks, President Elect Kiwanis Club of SouthShore, SCC, FL, Foundation, Inc.	Date: <u>1-24-15</u> <u>Denny Groves</u> Denny Groves, Secretary Kiwanis Club of SouthShore, SCC, FL, Foundation, Inc.

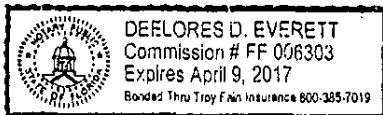
STATE OF FLORIDA, COUNTY OF HILLSBOROUGH:

Before me the undersigned officer's appeared, President of the Kiwanis Club of SouthShore, Sun City Center, FL, Inc., and President of the Kiwanis Club of Sun City Center, FL Foundation, Inc. who acknowledged executing the foregoing document for the purposes stated therein, and is personally known to me.

DeeLores D. Everett

Notary Public and Notary Stamp:

Produced Florida Driver's License as identification.



Approved by Kiwanis International:

Date: 10 July

By: Joan Wilson