

N94000004516

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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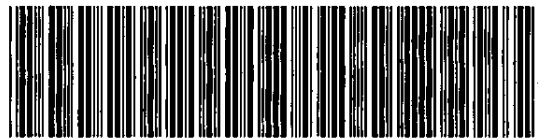
(Business Entity Name)

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Amend

03/17/10--01030--010 **35.00

FILED
2010 MAR 17 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Talked to Donna Minton
the voting members
are the Board
of directors
Also
ASR
3/18/10*

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: Emerald Coast Wildlife Refuge, Inc.

DOCUMENT NUMBER: N94000004516

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

Please return all correspondence concerning this matter to the following:

Donna L. Minton
(Name of Contact Person)

Emerald Coast Wildlife Refuge
(Firm/ Company)

150 Bent Arrow Drive, Unit #38
(Address)

Destin, Florida 32541
(City/ State and Zip Code)

donnalynn@gnt.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Donna L. Minton at (850) 243-8110
(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:

- | | | | |
|---|--|---|--|
| <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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Emerald Coast Wildlife Refuge, Inc.

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

N94000004516

(Document Number of Corporation (if known))

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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)

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

(Attach additional sheets, if necessary)

Page 2 of 3

The date of each amendment(s) adoption: March 8, 2010

Effective date if applicable: March 8, 2010 (date of adoption is required)

(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 March 8, 2010

Signature

Donna L. Minton

(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)

Donna L. Minton

(Typed or printed name of person signing)

Corporate Secretary

(Title of person signing)

THIRD ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
Of
EMERALD COAST WILDLIFE REFUGE, INC.
(Corporate Document Number N94000004516)

Pursuant to the provisions of section 617.1006, Florida Statutes the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Articles 4, 5, and 6 existing prior to this date are deleted and are replaced with the following amended articles 4, 5, and 6:

4. *(Amended)* The previously separate Land and Marine Groups have been dissolved and consolidated into the one corporate entity. Also dissolved with this amendment is each Group's separate representatives and membership with corporate leadership now vested in one board of directors and one set of officers. One common membership is established and approved in amended by-laws of the corporation.

5. *(Amended)* Directors of the corporation shall consist of ten (10) members elected for staggered terms of three years designated into three classes with each class term ending each year. Established classes are as follows: Class A consisting of four (4) members, Class B consisting of three (3) members; and Class C consisting of three (3) members. Directors are elected from persons interested in wildlife rehabilitation, nominated by a board member, seconded for vote by another board member, and upon a majority vote of the directors in attendance at a meeting of a majority of the filled directorships. The directors shall elect a Chairperson who will preside over the meetings of the directors. In the absence of the Chairperson, the directors may designate who will preside for the meeting. Robert's Rules of Order will control unless suspected by a majority of those present and entitled to vote.

6. *(Amended)* The board of directors shall elect, upon a majority vote, annually in February of each year, or as vacancies may occur, a President, Vice-President, Treasurer and Secretary. The President shall be the general agent of the corporation and shall serve at the will of a majority of the directors. The Vice President shall serve perform duties as assigned by the President and will act as the President in the absence of the President. The Secretary shall service as the historian of the corporation and shall maintain minutes summarizing all official meetings and notify the directors of meetings and such other duties as may be assigned by the Chairperson. The Treasurer shall be responsible for the finances of the corporation and shall report the financial condition of the corporate at regularly scheduled board meetings of the directors and such other duties as may be assigned by the Chairperson.

SECOND: The undersigned executives this THIRD AMENDMENT to the ARTICLES OF INCORPORATION as Chairperson and President on this 8th day of March, 2010.

THIRD: Further, the undersigned certifies that (1) the membership entitled to vote on the above amendments voted on the above proposed amendments on March 8, 2010, and (2) the numbers of votes cast for each of the above amendments was sufficient for approval.

Signed this 8th day of March, 2010.


Donna L. Minton, Corporate Secretary