

N 94000005028

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

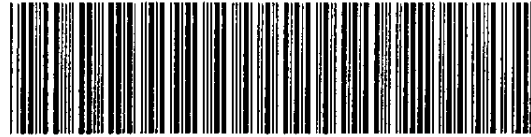
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600193314246

02/09/11--01012--011 \*\*43.75

FILED  
11 APR 29 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amid  
4003 5/20/11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Filipino Travelers of Florida, Valley of Jacksonville, Inc

**DOCUMENT NUMBER:** N94000005028

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

Please return all correspondence concerning this matter to the following:

Nestor I. Papel

(Name of Contact Person)

(Firm/ Company)

10335 Ripple Rush Dr., W

(Address)

Jacksonville, FL 32257-4766

(City/ State and Zip Code)

npapel@comcast.net

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

For further information concerning this matter, please call:

Nestor I. Papel

(Name of Contact Person)

at ( 904 ) 268-1768

(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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 11, 2011

NESTOR PAPEL  
10335 RIPPLE RUSH DRIVE, W  
JACKSONVILLE, FL 32257

SUBJECT: THE FILIPINO TRAVELERS OF FLORIDA, VALLEY OF  
JACKSONVILLE, INC.  
Ref. Number: N94000005028

We have received your document for THE FILIPINO TRAVELERS OF FLORIDA, VALLEY OF JACKSONVILLE, 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):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 111A00003628

789  
167  
531  
671



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 6, 2011

NESTOR PAPEL  
10335 RIPPLE RUSH DRIVE, W  
JACKSONVILLE, FL 32257

SUBJECT: THE FILIPINO TRAVELERS OF FLORIDA, VALLEY OF  
JACKSONVILLE, INC.  
Ref. Number: N94000005028

We have received your document for THE FILIPINO TRAVELERS OF FLORIDA, VALLEY OF JACKSONVILLE, 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):

You failed to make the correction(s) requested in our previous letter.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Bylaws are not filed with this office. Please retain them for your records.

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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 111A00003628

RECEIVED  
11 APR 29 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

Filipino Travelers of Florida, Valley of Jacksonville, Inc.

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

N94000005028

(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:**

*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)*

10335 Ripple Rush Drive, W  
Jacksonville, FL 32257-4766

**C. Enter new mailing address, if applicable:**

*(Mailing address MAY BE A POST OFFICE BOX)*

10335 Ripple Rush Drive, W  
Jacksonville, FL 32257-4766

**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:

Nestor I. Papel

10335 Ripple Rush Dr., W

New Registered Office Address:

(Florida street address)

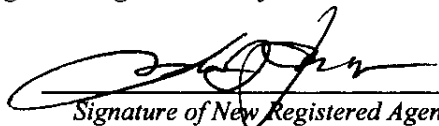
Jacksonville,

(City)

Florida 32257-4766  
(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>
<u>PRES</u>	<u>ROMY ORTIZ</u>	<u>7980 Shircliff Dr.</u> <u>Jacksonville, FL 32210</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>V.PRE</u>	<u>LEO CAJUSAY</u>	<u>1752 Canopy Oaks Dr.</u> <u>Orange Park, FL 32065</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>SEC</u>	<u>MANDY AMAN</u>	<u>557 Seaspray Ave.</u> <u>Atlantic Beach, FL 32233</u>	<input checked="" 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)*

PER ATTACHED

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**  
*(if not applicable, indicate N/A)*

N/A

## **E. Revisions:**

1. Article II, Section 1. This Fraternal Association is organized and shall be operated as non profit, under the laws of the State of Florida. It shall act as a valuable link in establishing cohesiveness among the Filipinos in Jacksonville, and neighboring counties, by promoting and supporting worthwhile projects of other civic, charitable organizations at the local level. It may also engage in such other activities, consistent with the goal of the Association, provided that in no event shall the Association be operated other than those permitted by law.
2. Article II, Section 4. Notwithstanding any provisions of these articles, The Association shall not conduct or carry on any illegal activity prohibited by law. Furthermore the Association shall have no collective interest in any given religion, or political interest.
3. Article III, Section 1. There shall be two types of membership:
  - (a) Regular Member- shall be a Master Mason of Filipino descent, residing in the State of Florida, who is in good standing in the community, who has an interest in promoting the cultural heritage of the Filipino people, and who strives to live and exemplifies the ideals of brotherly love through compassion and charity.
  - (b) Honorary Member- A worthy Brother Master Mason and one who has distinguished himself in supporting and promoting the objectives of the Association. He may be recommended by a regular member for approval of the members. He shall be exempted from payment of membership dues; shall not be eligible to hold office; shall have no interest in the properties of the Association, but shall be entitled to attend all functions and enjoy all other privileges.
4. Article III, Section 2. Members making recommendations for regular membership will present to the Brethren a completed application form with appropriate membership fee of twenty (20) dollars per year or prorated at 20/12 per month.
5. Article III, Section 3. Right of Members. No members shall have any vested rights, interest or privilege of, in or to the assets, functions, or affairs of the Association, interest or privilege, which may be transferrable, inheritable, or which shall continue if his membership ceases or while he is not in good standing. No member shall be deprived of his membership without his consent unless and until he shall have been afforded an opportunity to be heard.
6. Article III, Section 4. Resignation of a Member. Any member may resign from the Association by a written resignation letter to the Board.
7. Article III, Section 5. Removal of a member. Any member may be removed from the membership by the affirmative vote of two-thirds (2/3) of the members present at any regular or special meeting called for the purpose, for conduct detrimental to the interest of the Association. Any member shall be automatically removed from the membership upon failure to remit his annual membership dues, no later than February 28/29 th of the current fiscal year.
8. Article III, Section 6. Reinstatement of a Member:
  - a. A reinstatement may be accorded upon payment of dues in arrears.
  - b. A member removed due to conduct unbecoming may reapply and approved by 2/4 of the members.
9. Article III, Liability of a Member. No member shall be personally liable for any debts, liabilities and/or obligation of the Association, except for willful and misappropriation of the Association funds or assets.
10. Article IV, Section 1. Function, Powers and Authority. The Board of Directors (hereafter called the "Board") shall manage the business of the Corporation. Its management powers shall be exercised consistent with the stated purpose of the Corporation and its status under the section 501( c )(3) of the Internal Revenue Code. It shall advise and guide the officers of the Association in formulating and

administering the policies and programs as well as overall management of the Association.

11. Article IV, Section 2. Composition. The Association shall not have less than five (5) or not more than twenty five (25) Directors, consisting of all the Past Presidents. The immediate past President of the Association shall automatically become a Director, with his consent, following the election of new officers. Directors shall elect a Chairman and a Vice-Chairman after the General Election of the new set of Executive Officers. No Director shall serve as an Executive Officer simultaneously. Every Director must meet the general membership eligibility requirement set forth in Article V and be a current member of the Association in good standing.
12. Article IV, Section 3. Term. The Chairman of the Board shall serve a one (1) year term beginning June 1st until May 31<sup>st</sup> of the following year, or until a successor have been elected. No Director may serve more than two (2) consecutive term.
13. Article IV, Section 4. Board Meetings. Board meetings shall be held every six (6) months and on as-needed basis by the chairman of the Board. Meeting quorum shall consist of a simple majority of all Directors. The act of the majority of the Directors present at any meeting shall take effect unless otherwise specifically provided by the by-laws. The President and other Executive officers shall be invited to attend all Board meeting, but may not vote. **Any two (2) members of the Board may call for a special meeting.**
14. Article IV, Section 5. Resignation. Any Director may resign by giving a written notice of such resignation to the Chairman of the Board.
15. Article IV, Section 6. Removal of a Director. Any Director maybe removed with a cause by the affirmative vote of two-thirds (2/3) of all the Directors, including the Director to be remove, at any regular or special meeting called for the purpose, for conduct detrimental to the interest of the Association.
16. Article V, Section 3. Eligibility. Every Officer must meet the eligibility set forth in article V and be a current member of the Association in good standing. No blood relatives may serve simultaneously as executive officers during the same term.
17. Article V, Section 4. Election. The Executive Officers shall be elected by a majority vote of members present at the General Membership meeting usually held during the month of March of each year. The election procedure shall be conducted as per article VI.
18. Article V, Section 6. Term. All of the Executive Officers shall serve a term beginning June first until May thirty first of the following year, or until a new set of Executive Officers are duly installed.
19. Article V, Section 9. President Elect. The President Elect shall have no executive powers. He shall be the President in waiting and to learn the duties and responsibilities as a President.
20. Article V, Section 10. Secretary. The secretary shall keep a record of all the proceedings of the Association and shall perform the duties of such office and be subject to the direction of the President. He shall, upon taking office, receive minutes of all proceedings and records of the Association. He shall attend all the Board Meetings and the General Annual Membership meeting and membership special meetings. He shall prepare official minutes of such proceedings for submission and approval at the next meeting. He shall compile all minutes in a book or binder to be kept as an official record of the association. He shall be responsible for updating and filing the Association's newsletter. Upon being relieve by his successor, all official records shall be turned over. These official records shall include, but not limited to the following:
  - (a) All minutes of past proceedings
  - (b) All records of Audits and Audit Reports
  - (c) The articles of Incorporation, the By-Laws and the Seal
  - (d) All other official records and correspondence.



21. Article V, Section 11. Treasurer. The Treasurer shall keep the current accounts of the association and should be open for inspection by the Board with a week's notice. The Treasurer shall publish itemized monthly financial reports and annual report to the General Annual Membership meeting. He shall keep full and accurate records of all receipts, and disbursements, prepare all financial statements, and deposit of all monies and valuable effects in such depositories as may be designated by the President. Upon accepting office, the Treasurer shall receive an accounting of the funds and properties of the Association.
22. Article V, Section 13. Historian/Custodian. The Historian/Custodian shall be responsible for compiling and maintaining all the properties of the Association and preservation of the same. To promote continuity, the historian/custodian shall serve a minimum of three years or longer if willing and found able to protect the properties entrusted to his care.
23. Article V, Section 14. Compensation. Executive officers shall receive no compensation with the exception of the incumbent President or his designee attending official functions.
24. Article V, Section 15. Travel Expense. The President or his designee when attending local social functions is authorized for reimbursement not more than fifty (50) percent of dinner ticket. The Association's President or designated representative may be, at their option, be reimbursed fifty percent of the cost of travel, one day lodging and one dinner ticket, to attend the Induction ball of organization(s) outside of Jacksonville, Florida that regularly attend and support this Association's Induction Ball will be approved by members on a case by case basis.
25. Article V, Section 16. Removal of an Executive Officer. Executive Officers may be removed from office by two thirds (2/3) vote of the Board Members.
26. Article V, Section 17. Vacancy. In the event of a vacancy of the Executive Officers, the Board shall appoint an interim Officer as needed, and shall call a general membership meeting to fill the vacancy within sixty (60) days unless the General Membership Annual meeting is less than sixty (60) days away.
27. Article VI, Section 1. Election Committee. Three months prior to the General Membership Meeting, the Board shall designate an Election Committee to prepare a list of nominees selected from the general membership. The list shall contain one or more but not more than three candidates nominated for the positions as Executive Officers.
28. Article VI, Section 2. Qualification. The candidates must be a current member for at least six (6) months. In order not to jeopardize and protect the peace and harmony within the Association, members that opted to organize and/or become a member of a similar fraternal group or association: the membership, goals and objectives of which are contradicting or in conflict with the principles and policies of the Filipino Travelers may not hold elected and appointed office or serve as a Director or an Executive Officer of this Association and may be subjected to the provisions of Article III, Section 5.
29. Article VI, Section 3. Nominees. The Election Committee Chairman shall contact each nominee to obtain and confirm his intention during the election. No one shall be put on the nomination list unless his acceptance has been confirmed. A nominee who failed to attend the nomination may submit a letter indicating that he will serve the position if elected.
30. Article VI, Section 4. Election. The election Committee shall conduct the election process. All ballots shall be collected from the floor and tabulated. Any absentee ballots must be mailed through the postal office and postmarked no later than five (5) days prior to the election.
31. Article VIII, Section 2. Special Meetings. The general membership special meetings may be called at any time by the President. The President must call a general membership special meeting upon the request of at least three (2) members of the Board.
32. Article VIII, Section 3. Quorum. At any meeting of the general membership, one half (1/2) plus one (1) of the members present in order to constitute a quorum for all purposes except as otherwise provided by the By-laws. The act of majority of the members present at any meeting at which there is a quorum

shall be the act of all the members, except as may otherwise specifically provided by the By-laws. A proxy vote in writing is required for the purpose of attaining a quorum. A quorum must be declared by the Chairman prior to each meeting and duly recorded by the Secretary in the minutes of each meeting.

33. Article VIII, Section 5. Motions. The privilege of initiating a motion, participating in a discussion and voting shall be limited to regular members in good standing. Members may have the floor only after being duly recognized by the presiding officer. Discussion will be limited to the particular topic of subject
34. Article IX, Section 1. Fiscal Year. The fiscal year of the association shall be from January first to May thirty-first of each year.
35. Article IX, Section 2. Disbursement of funds. All agreements, contracts, deeds, leases, checks, and other instrument of the association for expenditures of obligations shall be executed jointly by the President and the Treasurer (**in the Treasurers' absence it will be the Secretary**). All expenditures greater than two hundred (200) dollars shall be first subject to the approval by the members. The incumbent President is entitled to dispense one time during his term the amount of two hundred (200) dollars for a worthy cause.
36. Article IX, Section 3c. Charity Fund. A Charity Fund shall be established for the purpose of providing assistance to any charitable organization or charitable project deemed expedient by the Association. Ten (10) percent of any and all fund raising net revenue shall be designated into this fund. Not more than two (2) charitable Organization will be identified and supported on the Annual Budget based on funding availability.
37. Article IX, Section 3.d. Scholarship Fund. An Scholarship Committee shall establish the rules, guidelines depending on the availability of funds.
38. Article IX, Section 5. Annual Budget. An Annual Budget shall be submitted by the incoming administration subject to approval by the Board of Directors prior to the Induction of Officers.
39. Article IX, Section 7. Conflict of Interest of Policy. The Board members and the Executive Officers agree to adopt a conflict of interest policy to help the association avoid the possibility that those in the position in authority over the membership may not receive inappropriate benefits for themselves. Likewise, members that opted to organize and become a member of a separate fraternal group that contradicts with the policies and guidelines of this Association will forfeit entitlements and/or benefits from this Association.
40. Article X, Section 1. Dissolution. In the event of a complete or partial liquidation or dissolution of the Association, whatever voluntary or involuntarily, the balance of all money and other properties received by the Association from any other source shall , after the payment of all debts and obligations of the Association, be distributed to such organization as shall qualify under Section 501 ( c ) (3) of the Internal Revenue Service Code approved by the majority of the members.
41. Article XI, Section 1. Amendments. The Board of Directors shall have the power to make, alter, amend, and repeal the By Laws of the Association by two thirds (2/3) vote of the Board of Directors and approved by the members at a regular or special meeting. Notice of the proposed amendment or revision shall be announce not less than thirty (30) days prior to the monthly membership meeting. The approved amendment shall be attached to the original By laws.

*cont'd from page 2*

Amending officer/director. Names of officers being REMOVED:

Title - President

BIALA, DOUGLAS  
5241 ANCHOR AVE.  
JACKSONVILLE, FL 32244

Title - Vice President

CASTILLO, LEO  
744 HARPERS GLEN CT  
JACKSONVILLE, FL 32256

Title - Director

DIOKNO, BAYANI  
7404 AMANDAS CROSSING DR  
JACKSONVILLE, FL 32244

The date of each amendment(s) adoption: January 02, 2011

Effective date if applicable: January 02, 2011 *(date of adoption is required)*

*(no more than 90 days after amendment file date)* *(e)*

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 January 02, 2011

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)

Leo Castillo

(Typed or printed name of person signing)

Director

(Title of person signing)