

N96000002261

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
99 JAN 29 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: SOUTH WALTON THREE ARTS ALLIANCE, INC.  
(Corporate name)  
document number: N96000002261

Enclosed is an original and one (1) copy of the amended articles of incorporation and a check for:

{X} \$43.75  
Filing Fee  
& Certificate

*Amended*

FROM: Karen Schansman, President, SWTAA

80 Driscoll Drive

Santa Rosa Beach, FL 32459

(850) 267-3559

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\*\*\*\*\*43.75 \*\*\*\*\*43.75

*APR  
11/29/99*

**ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of**

SOUTH WALTON THREE ARTS ALLIANCE, Inc.

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:** Amendment(s) adopted: (indicate article number (s) being amended, added or deleted.)

Amended Articles of Incorporation have been amended as follows:

(1) Article III., Purposes, section (a.) (addition of the 'word' historical to operating purposes.)

(2) Article III, Purposes, section (b.) (addition of the 'word' historical.)

(3) Article III, Purposes, section (c.) (addition of the 'word' historical.)

Complete Amended Articles are attached.

**SECOND:** The date of adoption of the amendment (s) was: 1-28-99

**THIRD:** Adoption of Amendment (check one)

{ } The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

{X} There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

South Walton Three Arts Alliance, Inc.  
Corporation Name

Karen Schansman  
Signature of Chairman, Vice Chairman, President or other officer

Karen Schansman  
Typed or printed name

President  
Title

1-28-99  
Date

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TALLAHASSEE, FLORIDA

AMENDED  
ARTICLES OF INCORPORATION

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

**ARTICLE I.**

Name

The name of this corporation is South Walton Three Arts Alliance, Inc.

**ARTICLE II.**

Principal place of business and mailing address

The address of the office is 1401 East Nursery Road, Santa Rosa Beach, Florida 32459 and the mailing address is P.O. Box 2042, Santa Rosa Beach, Florida 32459.

**ARTICLE III.**

Purposes

The purpose is to engage in any and all not-for-profit activities permitted under the laws of the United States of America and the State of Florida. Specific activities or purposes are as follows:

- a. To act in all respects as an exempt, not-for-profit corporation pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501(c)(3) as a corporation organized and operated exclusively for performing, literary, visual, charitable, historical and/or educational purposes with no part of any net earnings enuring to the benefit of any private member or individual, with no substantial part of the activities to be propaganda or otherwise attempting to influence legislation other than as may be allowed pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501(c) and with no participation in or intervention in any political campaign on behalf of any candidate for public office.
- b. To create, conduct and maintain performing, literary, visual, educational, historical or charitable activities pertaining to these arts within South Walton County in general.
- c. To receive, solicit, control and manage funds, properties or other gifts to the corporation for the purposes of engaging in performing, literary, visual, educational, historical or charitable activities including, but not limited to, the awarding of scholarships in these arts disciplines.
- d. To engage in any other such lawful purpose or purposes allowed tax exempt corporations pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501 et seq.
- e. 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.

f. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a 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 principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IV.**

##### **Manner of election of Directors**

The manner in which the directors are elected is stated in **Article V., Section 5,** of the Bylaws of the Corporation.

#### **ARTICLE V.**

##### **Initial registered agent and street address**

The name and address of the initial registered agent and office of this corporation is as follows:

Johnnie Riley White  
1401 East Nursery Road  
Santa Rosa Beach, Florida 32459

The principal mailing address is: P.O Box 2042, Santa Rosa Beach, Florida 32459.

#### **ARTICLE VI.**

##### **Incorporators**

The names and the street addresses of the incorporators for these articles of incorporation are:

Carol McCrite  
654 Eden Drive  
Santa Rosa Beach, FL 32459

Johnnie Riley White  
1401 East Nursery Road  
Santa Rosa Beach, FL 32459

Marilyn Schroer  
114 Bayou Drive  
Ft. Walton Beach, FL 32547

Karen Schansman  
24 Bramble Grove Place  
Santa Rosa Beach, FL 32459

Wanda Ruffin  
192 Cypress Street  
Cassine Gardens  
Seagrove Beach, FL 32459

Julia B. Houskeeper  
RD#3 Box 4106  
Vergennes, VT 05491

Lyn Stafford  
73B Chivas Lane  
Santa Rosa Beach, FL 32459

**ARTICLE VII.**

**Transferability of membership**

The membership in the corporation is non-transferrable

**ARTICLE VIII.**

**Effective date of incorporation**

The effective date of incorporation is April 25, 1996.

**ARTICLE IX.**

**Amendment of Articles of Incorporation**

This reserves the right to amend or repeal any provisions contained in the articles of incorporation or any amendment hereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE XI.**

**Bylaws**

The corporation shall be governed by bylaws adopted by the members

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of April, 1996.

Signature of Incorporator:

\_\_\_\_\_

\_\_\_\_\_  
Typed name of incorporator signing

The undersigned incorporator has executed these amended Articles of Incorporation this fifth day of August, 1996.

Signature of Incorporator

\_\_\_\_\_

\_\_\_\_\_  
Typed name of incorporator signing

The undersigned incorporator has executed these amended Articles of Incorporation this 29th day of January 1999.

Signature of Incorporator

Karen Schansman

Karen Schansman  
Typed name of incorporator signing