

N96000006505

Friends of the Suntree-Viera
Public Library, Inc.
7200 North Wickham Road
Melbourne, Florida 32940
17 December 1997

The Honorable Sandra B. Mortham
Secretary of State
State of Florida
The Capital
Tallahassee, Florida 32399

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My dear Secretary Mortham:

Enclosed is the RESOLUTION, amended and restated, which amended our Articles of Incorporation in order to comply with the advice of the Internal Revenue Service in order to qualify as a 501(c)(3) organization.

Also enclosed is our check for \$52.50 for a certified copy of the amendments and Restated Articles of Incorporation. Your prompt attention to this matter will allow us to send the certified copy to the I.R.S. as soon as possible.

Thank you.

Sincerely,

Father Rufus B. Kite-Powell

Father Rufus B. Kite-Powell
President
Friends of the Suntree-Viera
Public Library, Inc.

RRJ:dk
Enclosures

Amend + Restated
01-06-98
CC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FRIENDS OF THE SUNTREE-VIERA PUBLIC LIBRARY, INC.

ARTICLE I - NAME

The name of the incorporation is FRIENDS OF THE SUNTREE-VIERA PUBLIC LIBRARY, INC., hereinafter called the "Friends."

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office is 7200 Wickham Road, Melbourne, Florida 32940, which is the same mailing address of the Friends.

ARTICLE III - REGISTERED AGENT

The street address of the corporation's registered office and the name of the registered agent is Father Rufus B. Kite-Powell, 7200 Wickham Road, Melbourne, Florida 32940.

ARTICLE IV - PURPOSE OF THE FRIENDS

Friends does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are:

1. To foster and promote a positive image of the Suntree-Viera Public Library with its local citizens.
2. To sponsor, conduct or to participate in fund raising projects to benefit Suntree-Viera Public Library, and to encourage gifts and memorials of funds, books, art objects, and others.
3. To sponsor, conduct, or participate in approved cultural or community service activities related to library goals and purposes.
4. To operate within the meaning of section 501(C)3 of the Internal Revenue Code of 1986 as amended and shall otherwise comply with any requirements for classification as an exempt organization under such section.

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5. To assist and support the Library Services Director and Library Board in extending and improving library services and resources.

6. To provide services and resources not otherwise available to Suntree-Viera Public Library and its staff.

ARTICLE V - ELECTION OF DIRECTORS

The method of election of directors shall be stated in the bylaws. The names and addresses of the individuals who are to serve as the directors are:

Doylene P. Hansen	125 Woodside Drive, Melbourne, Florida 32940
Dorothy A. Lawless	727 Pine Island Drive, Melbourne, Florida 32940
Joan Luck Russ	1108 Cypress Trace, Melbourne, Florida 32940

ARTICLE VI - NAMES AND ADDRESS OF INCORPORATORS

Edith H. Akin	961 Inverness Avenue, Melbourne, Florida 32940
Theresa M. Kotzen	274 Oak Haven Drive, Melbourne, Florida 32940
Fernanda Safarik	162 Augusta Way, Melbourne, Florida 32940
Geoffrey G. Strange	600 Mimosa Court, Melbourne, Florida 32940

ARTICLE VII - MEMBERSHIP AND MEMBERSHIP MEETINGS

The Friends' rules as to membership and membership meetings shall be stated in the bylaws.

ARTICLE VIII - OFFICERS

The method of electing officers shall be stated in the bylaws.

ARTICLE IX - DUTIES OF OFFICERS

Duties of the officers shall be stated in the bylaws.

ARTICLE X - COMMITTEES

Rules governing committees shall be stated in the bylaws.

ARTICLE XI - DUES AND FINANCES

The methods concerning dues and finances shall be stated in the bylaws.

ARTICLE XII - NET EARNINGS

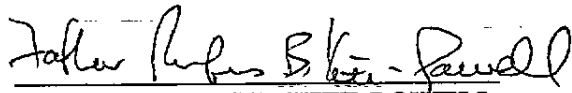
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c) (3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XIII - DISSOLUTION

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, 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.

ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation, FATHER RUFUS B. KITE-POWELL.


FATHER RUFUS B. KITE-POWELL
Registered Agent

FRIENDS OF THE SUNTREE-VIERA PUBLIC LIBRARY, INC.

Resolution to comply with Internal Revenue advice in order to qualify as a 501(c)(3) organization.

WHEREAS, the original Articles of Incorporation were filed on 20 December 1996, and amended on 14 October 1997,

WHEREAS, significant events have occurred since the Articles were amended,

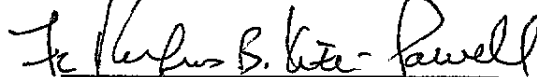
WHEREAS, Chapter 617 "Corporation Not for Profit" establishes the right of a corporation to amend its Articles of Incorporation and to make such amendments simultaneously with the restatement of the Articles of Incorporation,

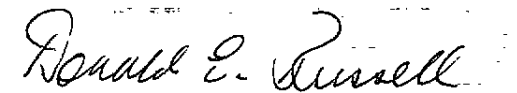
NOW, THEREFORE, BE IT RESOLVED THAT:

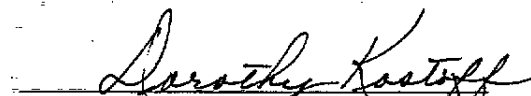
1. The Amended and Restated Articles of Incorporation are further amended in accordance with a Resolution approved by the Board of Directors on 19 November 1997 and notice provided to the membership on 26 November 1997,

2. The Amended and Restated Articles of Incorporation were then presented to the membership at the annual meeting held at 3:00 p.m. on 16 December 1997 at 7200 North Wickham Road, Melbourne, Florida 32940, after due declaration and discussion, the membership, a quorum being present, voted unanimously in favor of the Resolution.

Approved by the Board of Directors: 16 December 1997


President

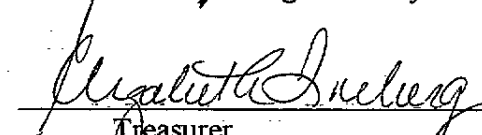

First Vice President


Recording Secretary


Second Vice President


Corresponding Secretary

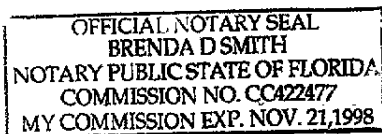

Third Vice President


Treasurer

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned Notary Public, in and for said County and State,
personally appeared Rufus B. Kite-Powell, Don Russell,
Theresa Rosenkranz, Tack Laule, Dorothy Kostoff,
~~Nancy McGinley~~, Elizabeth Finberg,
who are known to me and who, after being first duly sworn, deposed under oath and said
that the foregoing Articles of Incorporation were prepared under their direction and that
they had knowledge of the facts stated therein, that said facts are true, and that they
executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal this 18 day of December, 1997.



NOTARY PUBLIC
Brenda D. Smith
NAME Brenda D. Smith
MY COMMISSION EXPIRES: 11-21-98

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated not for profit
corporation at the place designated in Article III of these Articles of Incorporation, the
undersigned hereby agrees to act in this capacity and further agrees to comply with the
provisions of all statutes relative to the proper and complete discharge of his duties.

DATED this _____ day of _____, 1997.

RUFUS KITE-POWELL
7200 North Wickham Road
Melbourne, Florida 32904
(407) 259-1130

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally
appeared Nancy McGinley, who is known to me and who, after being duly sworn, deposed
under oath and said that the foregoing Articles of Incorporation were prepared under
their direction and that they had knowledge of the facts stated therein, that said
facts are true, and that they executed the same freely and voluntarily and for the
purposes stated herein.

Given under my hand and official seal this 19 day of Dec, 1997



John A. McGinley
MY COMMISSION # CC564932 EXPIRES
June 20, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC

NAME John A. McGinley
COMMISSION EXPIRES: _____