

N97000006821

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

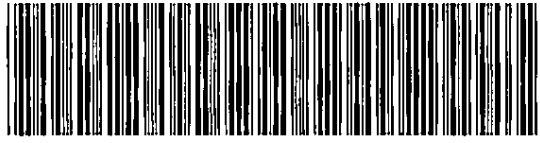
(Business Entity Name)

(Document Number)

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R. WHITE
NOV 30 2013

FILED
2018 NOV 26 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FL

Articles of Amendment
to
Articles of Incorporation
of

FILED

2018 NOV 26 AM 11:59

SECRETARY OF STATE
TALLAHASSEE, FL

South Florida Winter Guard Association, Inc.

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

N97000006821

(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)

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: _____

(Florida street address)

New Registered Office 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

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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

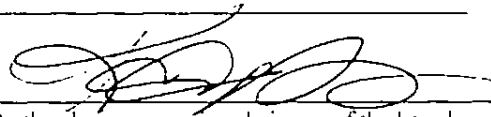
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 November 19, 2018 _____

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)

Kathy Porter

(Typed or printed name of person signing)

President

(Title of person signing)

ATTACHMENT TO
ARTICLES OF AMENDMENT
OF
SOUTH FLORIDA WINTER GUARD ASSOCIATION, Inc.
A Florida nonprofit corporation

Page 3. Section E – If amending or adding additional Articles, enter change(s) here:

ARTICLE III
PURPOSES

The Corporation is organized and will be operated exclusively for charitable, religious and educational purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Code. Within the scope of the foregoing purposes and without limiting the generality of the foregoing, the Corporation is organized and will be operated to coordinate and govern the activities of Scholastic and Independent Color Guard and Winter Guard teams in South Florida; to hire and pay instructors, staff members, and clinicians as needed; to purchase equipment, supplies, insurance and any items necessary to the operation of the Association or of the member teams; to enter into contractual agreements; to collect dues and fees; to solicit and appropriate donations, grants, and community contributions; to join and hold membership in civic trade, and special-interest groups and organization; and to perform any and all activities in which corporations may legally engage under the law of the state of Florida

ARTICLE XI
NONPROFIT

I. The Corporation is not organized for the pecuniary profit, nor shall it ever operate for the primary purpose of carrying on a business for profit. The Corporation shall not have any power to issue certificates of stock or declare dividends. The balance, if any, of all money and other assets received by the Corporation, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purposes of the Corporation as particularly set forth in ARTICLE 5 hereof.

II. Notwithstanding any other provisions of this Amendment to Articles of Incorporation or the Corporation's Bylaws, the Corporation shall neither have nor exercise any power nor shall it engage directly or indirectly in any activity that might invalidate its status (a) as a corporation, which is exempt from federal income taxations as an organization described in Section 501(c)(3) of the Code; or (b) as a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

III. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall

be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE 5 hereof.

IV. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate of public office; nor shall the Corporation engage in any activities that are unlawful under applicable federal, state, or local laws.

ARTICLE XII DISSOLUTION

In the event of the discontinuance of the Corporation by dissolution or otherwise, or in the event it shall cease to carry out the objects and purposes herein set forth, all of the business, property and assets of the Corporation shall be distributed pursuant to any donor-imposed restrictions that are in compliance with this Amendment of Articles of Incorporation and, in the case of unrestricted assets of the Corporation and in all other cases, as determined by the Directors of this Corporation in their sole discretion, and, notwithstanding any other provision of this Amendment of Articles of Incorporation, in no event shall any of the Corporation's assets or property, in the event of dissolution, be distributed to any organization not qualified for tax exempt status under Section 501(c)(3) of the Code or to any person, either for the reimbursement of any sum subscribed, donated or contributed by such person to the Corporation or for any other purpose.

ARTICLE XIII MEMBERS

The Corporation shall have members with all the rights, powers and authority provided by the Florida Business Corporation Act, this Articles of Incorporation and the Corporation's Bylaws.