N98000001013

ERE C

ESCAMBIA RIVER
ELECTRIC COOPERATIVE, INC.
A Touchstone Energy℠ Partner

Clay R. Campbell
General Manager

700002985747--4
-09/13/99--01140--007
*****52.50 *****52.50

September 9, 1999

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Dept:

We would like to have the attached amendment to our articles of incorporation recorded and filed with the state. We have enclosed a check in the amount of $52.50. This should cover the filing fee of $35.00 and 2 certified copies of the amendment at $8.75 each.

Please let us know if there are any further requirements.

FILED
99 SEP 13 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Faye Diamond

Faye Diamond
Director of Finance

AMEND
9/20

3425 Highway 4 West • P. O. Box 428 • Jay, FL 32565-0428
Phone: (850) 675-4521 or Toll Free 1-800-235-3848
Fax: (850) 675-8415

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

Escambia River Educational Fund, Inc.
(present name)

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.)

See Attached

FILED
99 SEP 13 PM 5:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: September 2, 1999

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

Escambia River Educational Fund, Inc.
Corporation Name

L. C. Salter
Signature of Chairman, Vice Chairman, President or other officer

L. C. Salter
Typed or printed name

Secretary/Treasurer — 9/9/99
Title — Date

AMENDED ARTICLES OF INCORPORATION

OF

ESCAMBIA RIVER EDUCATIONAL FUND, INC.

The undersigned, acting as Incorporators of a corporation under the "Florida Not For Profit Corporation Act," Chapter 617, adopt the following Articles of Incorporation for such corporation:

I. NAME AND PRINCIPAL OFFICE: The name of this corporation is ESCAMBIA RIVER EDUCATIONAL FUND, INC. Its principal office is located at 3425 Highway 4 West, Jay, Florida 32565.

II. DURATION: The period of its duration is perpetual.

III. PURPOSE: Said corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes the making of distributions to organizations under section 50.1(c)(3).

In particular, the initial purpose of the corporation shall be to receive certain funds from Escambia River Electric Cooperative, Inc., (hereinafter "the Cooperative"), which represents the retirement of capital credits of the Cooperative which have remained unclaimed for two years after payment has been attempted as authorized by the Amended By-Laws of said Cooperative. The funds to be received the this corporation shall be distributed to the members of said Cooperative, including any member's children to assist in the member's or his or her children's education. Said distribution shall be restricted as further described below and as restricted by Chapter 617.0505, Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code.

IV. DIRECTORS: The directors of this corporation shall be appointed by the Board of Directors of Escambia River Electric Cooperative, Inc. The number and terms and conditions of such appointment or election shall be determined by said Board of Directors of the Cooperative.

V. MEMBERS: Pursuant to Chapter 617.0601(1)(a), this corporation shall have no members.

VI. LIMITATION OF CORPORATE POWERS TO THOSE SPECIFIED IN 501(c)(3), INTERNAL REVENUE CODE: 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.

Notwithstanding any other provision of the Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section

170(c)(2) of the Internal Revenue Service Code (or corresponding section of any future Federal tax code.

VII. INITIAL REGISTERED AGENT AND OFFICE: The name and address of the initial registered agent and office of this corporation is as follows:

Clay Campbell
3425 Highway 4 West
Jay, Florida 32565

VIII. INCORPORATORS: The names and addresses of the incorporators signing these Articles of Incorporation are:

JOHN DIAMOND
3425 Highway 4 West
Jay, Florida 32565

WILLIAM COON
3425 Highway 4 West
Jay, Florida 32565

L.C. SALTER
3425 Highway 4 West
Jay, Florida 32565

IX. DEDICATION OF CORPORATE ASSETS: 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, 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.

X. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Amended Articles of Incorporation this 2 day of September, 1999.

John Diamond
JOHN DIAMOND, INCORPORATOR

William Coon
WILLIAM COON, INCORPORATOR

L. C. Salter
L. C. SALTER, INCORPORATOR

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 2 day of September 1999, by JOHN DIAMOND, who is personally known to me or who has produced ______________ bearing identification number ______________ as identification.

Theda W. Bray
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA
THEDA W. BRAY
COMMISSION # CC605016
EXPIRES DEC 07, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 2 day of September 1999, by WILLIAM COON, who is personally known to me or who has produced ______________ bearing identification number ______________ as identification.

Theda W. Bray
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA
THEDA W. BRAY
COMMISSION # CC605016
EXPIRES DEC 07, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 2 day of September 1999, by L. C. SALTER, who is personally known to me or who has produced ______________ bearing identification number ______________ as identification.

Theda W Bray
NOTARY PUBLIC

NOTARY PUBLIC STATE OF FLORIDA
THEDA W. BRAY
COMMISSION # CC605016
EXPIRES DEC 07, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.