

N98000005632

(Requestor's Name)

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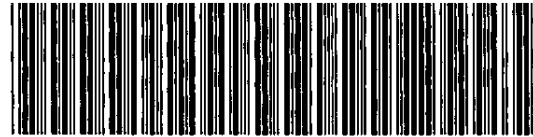
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 8 2013

RECEIVED

Law Offices of
BRUCE WEIHE, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301

Ph.: 954/607-6723
bweihe@bawlawyer.com

January 3, 2013

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

Attn: Tina Roberts

SUBJECT: PERC, Inc.

DOCUMENT NUMBER: N98000005632

Dear Ms. Roberts:

Consistent with our discussion of earlier today, enclosed please find my firm's check for \$43.75. payable to the Florida Department of State, which completes the payments required for processing and approving the Articles of Amendment and the Restatement of Articles of Incorporation for PERC, Inc.

As we discussed, \$35.00 is for the fee to file the Restatement of Articles of Incorporation of PERC, Inc., formerly known as P.E.R.C., Inc., and the remaining \$8.75 fee is for a certified copy of the Restatement of Articles of Incorporation of PERC, Inc. to be returned to my attention. As you know, by earlier correspondence dated December 21, 2012, I submitted the Articles of Amendment with a check for \$43.75 for filing the Articles of Amendment and requesting a certified copy of the Articles of Amendment.

For ease of reference, I am enclosing additional copies of the Articles of Amendment and the Restated Articles of Incorporation of PERC, Inc., the originals of which were enclosed with my letter of December 21, 2012.

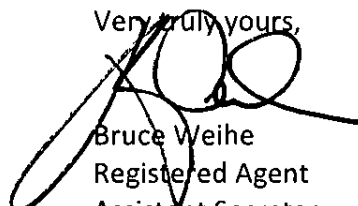
Finally, as we also discussed, there are no members of PERC, Inc. entitled to vote on the amendments, and consequently the amendments were adopted by the PERC, Inc., Board of Directors.

Enclosed with this letter is an addressed, pre-stamped envelope directed to my attention, and I request that the certified copies be returned to me in the envelope, directed to:

BRUCE WEIHE, Esq.
Law Offices of Bruce Weihe, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301

For further information concerning this matter, please do not hesitate to contact me directly at 954/607-6723. Your courtesies in this matter are greatly and sincerely appreciated.

Very truly yours,



Bruce Weihe
Registered Agent
Assistant Secretary
PERC, Inc.

Encls.

Law Offices of
BRUCE WEIHE, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301

Ph.: 954/607-6723
bweihe@bawlawyer.com

December 21, 2012

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

SUBJECT: PERC, Inc.

DOCUMENT NUMBER: N98000005632

The enclosed Articles of Amendment and Restatement of Articles of Incorporation of PERC, Inc., formerly known as P.E.R.C., Inc., together with a check for the \$35.00 filing fee and an \$8.75 fee for a certified copy to be returned to my attention are submitted for filing.

Please return all correspondence concerning this matter to:

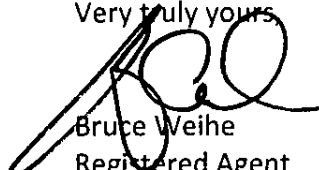
BRUCE WEIHE, Esq.
Law Offices of Bruce Weihe, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301
bweihe@bawlawyer.com

For further information concerning this matter, please call:

Bruce Weihe, at 954/607-6723

Enclosed is a check for \$43.75 made payable to the Florida Department of State. Please do not hesitate to contact me directly with any comments or questions that you may have regarding this matter.

Very truly yours,



Bruce Weihe
Registered Agent
PERC, Inc.

Encls.

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
P.E.R.C. Inc.
(a Corporation Not for Profit)**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not For Profit Corporation, P.E.R.C. Inc., adopts the following amendments to its Articles of Incorporation filed with the Florida Secretary of State Division of Corporations on September 30, 1998:

1. **Name.** Article I of the Articles of Incorporation is amended as follows: The name of the corporation shall be PERC, Inc. (the "Corporation").
2. **Address.** Article II of the Articles of Incorporation is amended as follows: The address of the principal office of the Corporation and the mailing address of the Corporation shall be 153 West Shore Road, Grand Isle, Vermont 95458, and the Corporation may maintain offices and transact business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation. The registered office of the Corporation shall be 333 North New River Drive E., Suite 1500, Fort Lauderdale, FL 33301; the Board of Directors may from time to time relocate the registered office of the Corporation.
3. **Purpose and Charitable Restrictions and Limitations.** Articles III and XIII of the Articles of Incorporation are combined and amended as follows: The Corporation is organized and will be operated for charitable and educational purposes as specified under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including:
 1. to financially assist any organization on Elbow or Man O' War Cay or elsewhere in any part of the Bahamas, which is organized and operated for charitable or educational purposes within the meaning of Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code of the United States, or the corresponding section of any future tax code; and
 2. to engage in any and all lawful activities necessary for, or incidental to, the foregoing purposes.

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 the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. 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 these Articles of Incorporation, 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

Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

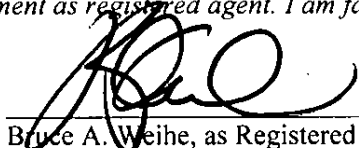
If the Corporation is determined by the Internal Revenue Service to be a private foundation, then the following additional provisions will apply:

1. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code.
2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code.
3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Code.
4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Code.
5. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Code.

4. **Directors.** Article IV of the Articles of Incorporation is amended as follows: the governing body of this Corporation shall be the Board of Directors. The Board of Directors of PERC, Inc. shall be elected or appointed in accordance with the Bylaws of the Corporation.

5. **Registered Agent.** Article V of the Articles of incorporation is amended as follows: The registered office of PERC shall be located at 333 North New River Drive E., Suite 1500, Fort Lauderdale, FL 33301. The name and address of the registered agent of PERC is Bruce A. Weihe, Esq., 333 North New River Drive E., Suite 1500, Fort Lauderdale, FL 33301.

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Bruce A. Weihe, as Registered Agent of P.E.R.C., Inc.

6. **Directors.** Article VII of the Articles of Incorporation is renumbered as Article VI and amended as follows: The names and addresses of the individuals serving as officers and directors of PERC, Inc. are to change, as follows:

Type of Action	Title	Name	Address
<input type="checkbox"/> Change	D	David T. Price	550 S.W. 12 th Avenue
<input type="checkbox"/> Add			Deerfield Beach, FL 33442
<input checked="" type="checkbox"/> Remove			
<input type="checkbox"/> Change	D	Gerald K. Whiteleather	P.O. Box 1735
<input type="checkbox"/> Add			Meredith, NH 03253
<input checked="" type="checkbox"/> Remove			
<input type="checkbox"/> Change	D	Joseph Shrier	19300 Story Road
<input type="checkbox"/> Add			Rocky River, OH 44116
<input checked="" type="checkbox"/> Remove			

