

N99000004681

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2008 MAR 14 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
News
3/14/08

COVER LETTER

• **TO: Amendment Section**
• **Division of Corporations**

NAME OF CORPORATION: Keep Miami Beautiful, Inc.

DOCUMENT NUMBER: N99000004681

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Barbara Pruitt / Juanita Shanks

(Name of Contact Person)

City of Miami - Department of Solid Waste

(Firm/ Company)

1290 NW 20th Street

(Address)

Miami, Florida 33142

(City/ State and Zip Code)

For further information concerning this matter, please call:

Barbara Pruitt / Juanita Shanks

(Name of Contact Person)

at (305) 960-2802 / (305) 635-2301

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



March 6, 2008

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

RE: KEEP MIAMI BEAUTIFUL REINSTATEMENT, CHANGE OF ADDRESS and ARTICLES OF AMENDMENT

To Whom It May Concern:

Enclosed is check # 1038857 in the amount of \$507.50 for the processing of referenced paperwork for Keep Miami Beautiful as follows:

1. Keep Miami Beautiful (KMB) Reinstatement fee -- \$420.00
(\$61.25 x 4 years (from 2005 -- 2008), plus a one time, \$175.00 penalty fee.
2. KMB change of Registered Agent and Address fee -- \$35.00
3. KMB Articles of Amendment fee -- \$52.50

Additionally, enclosed is an extra copy (indicated with yellow post it) requesting a Certified Copy be return to our attention for our files. If you require any additional information relative to the enclosed, please contact me at (305) 960-2802 or by email at bpruitt@miamigov.com

Thanking you in advance for your attention and assistance in processing the enclosed.

Sincerely,


Barbara L. Pruitt, Assistant Director
City of Miami -- Department of Solid Waste

Attachments

cc: Juanita Shanks

Articles of Amendment
to
Articles of Incorporation
of

Keep Miami Beautiful, Inc.

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

FILED

2008 MAR 14 PM 3:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N99000004681

(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:

NEW CORPORATE NAME (if changing):

Not Applicable

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Please see attached Articles of Amendment to Articles of Incorporation for Keep Miami Beautiful, Inc.

**Articles of Amendment
to
Articles of Incorporation
of
Keep Miami Beautiful, Inc.**

ONE:

NAME AND ADDRESS

The name and address of this principal corporation is **Keep Miami Beautiful, Inc. 1290 NW 20th Street Miami, Florida 33142**. The corporation is organized pursuant to the **FLORIDA** non-profit Corporation Code.

TWO:

PURPOSE

This corporation is a nonprofit Public Benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid in creating a better quality of life and space for citizens, businesses and residents in City of Miami, in Miami – Dade County, Florida. The programs will consist of, but shall not be limited to: Education, Volunteerism, Litter Prevention, Waste Minimization and Recycling, and Beautification.

THREE:

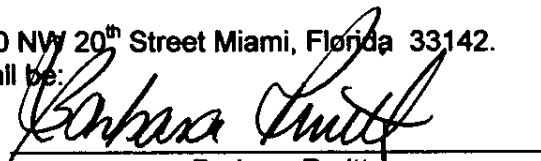
DURATION

The duration of this corporation shall be perpetual, no stock, but shall have members.

FOUR:

NAME AND ADDRESS OF REGISTER AGENT

The address of the Registered office is 1290 NW 20th Street Miami, Florida 33142.
The REGISTERED AGENT at the office shall be:



Barbara Pruitt
1290 NW 20th Street
Miami, Florida 33142

FIVE:

ORGANIZATION DESCRIPTION

- a) This corporation is organized and operated exclusively for Charitable and Education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- b) Notwithstanding any other provision of these Articles, the corporation Shall not carry on any other activities not permitted to carry on (1) by a Corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

SIX:

NAME AND ADDRESS OF DIRECTORS

The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

<u>Name & Title</u>	<u>Address</u>
Juanita A. Shanks President / Co-Chairperson	Liberty City Trust 4800 NW 12 th Avenue Miami, Florida 33127
Barbara Pruitt Treasurer / Chairperson	City of Miami – Dept. of Solid Waste 1290 NW 20 th Street Miami, FL 33142
Keeva Weems Secretary	City of Miami – Dept. of Solid Waste 1290 NW 20 th Street Miami, FL 33142

SEVEN:

RESTRICTIONS

The property of this corporation is irrevocably dedicated to Charitable and educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT:

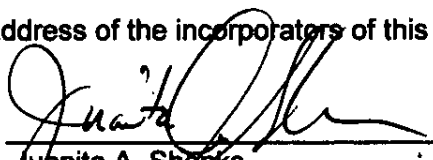
DISSOLUTION OF CORPORATION

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for, Charitable, Education and Scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax codes, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

NINE:

Executed on February 15, 2008. The name and address of the incorporators of this corporation shall be:


Barbara Pruitt
1290 NW 20th Street
Miami, Florida 33142


Juanita A. Shanks
4800 NW 12th Avenue
Miami, Florida 33142

The date of adoption of the amendment(s) was: February 15, 2008

Effective date if applicable: February 15, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (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.

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.)

Barbara Pruitt

(Typed or printed name of person signing)

Board Chair Person

(Title of person signing)

FILING FEE: \$35