

N99000000 5143

FLORIDA ORLANDO DEVELOPMENT CORP.
3000 CR SMITH STREET
ORLANDO, FL 32805



April 11, 2000

The Honorable Katherine Harris
Secretary of State
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32314

Re: Letter Number 099A00043082

Dear Secretary Harris:

The Internal Revenue Service (IRS) has reviewed our application for 501c(3) tax exempt status and determined that our Articles of Incorporation must be revised, using specific IRS language, in order to meet their test for tax exempt status.

The revised articles, with the amended portions underlined are enclosed. The amended articles have been approved by the Florida Orlando Development Corporation Board of Directors and are herewith submitted for your approval.

Should you need further information, please contact Mr. Arto Woodley at:

Telephone: (407) 293-3000

Fax: (407) 293-4731

Or you may contact me directly at 407-294-3415 or E-Mail rkelly1@att.net

Your assistance in expediting this matter will be greatly appreciated since we have very limited time in our response to the IRS.

Sincerely,

Raymond O. Kelly
President,
Board of Directors

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

APR 18 AM 8:16
DIVISION OF CORPORATIONS

PHONE: 407-293-3000
FAX: 407-293-4731

Amend
S. Payne

5/16/00

FLORIDA ORLANDO DEVELOPMENT CORP.
3000 CR SMITH STREET
ORLANDO, FL 32805



May 11, 2000

Ms. Susan Payne
Senior Section Administrator
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Reference Number: N99000005143

Dear Ms. Payne:

In response to your letter of April 20, please find enclosed the following:

- Articles of amendment in compliance with section 617.1006 of Florida Statutes.
- Amended Articles (IV, IX and X) of Florida Orlando Development Corporation.
- A check in the amount of forty-three dollars and seventy-five cents (\$43.75) made payable to Florida Department of State. The check covers the amendment fee of \$35.00 and a Certified copy of \$8.75.

Thank you for your assistance and expediency in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Myra Archer".

Myra Archer
Officer

PHONE: 407-293-3000
FAX: 407-293-4731



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 20, 2000

Raymer O. Kelly
Florida Orlando Development Corp.
3000 CR Smith Street
Orlando, FL 32805

SUBJECT: FLORIDA ORLANDO DEVELOPMENT CORPORATION
Ref. Number: N99000005143

We have received your document for FLORIDA ORLANDO DEVELOPMENT CORPORATION. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 700A00021817

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

FLORIDA ORLANDO DEVELOPMENT CORPORATION

(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.)

ARTICLES BEING AMENDED ARE:

ARTICLES IV, IX, AND X.

The Articles IV, IX and X were amended to reflect the language of the Internal Revenue Service (IRS) as requested by the IRS. The amended Articles are underlined.

SECOND: The date of adoption of the amendment(s) was: April 15, 2000.

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.

FLORIDA ORLANDO DEVELOPMENT CORPORATION

Corporation Name

Myra Archer
Signature of Chairman, Vice Chairman, President or other officer

MYRA ARCHER

Typed or printed name

Acting Chairman of the Board May 11, 2000

Title

Date

ARTICLE OF INCORPORATION (revised)

for

Florida Orlando Development Corporation

(A Florida Not for Profit Corporation)

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation.

Article I

The name of this Corporation is Florida Orlando Development Corporation, herein called, (the "Corporation")

Article II

The address of the principal office and mailing address of the Corporation shall be:

3000 C R Smith Street, Orlando, Florida 32805

Article III

The period of the duration of the Corporation is perpetual unless dissolved according to law.

Article IV

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Article V

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the advancement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with

furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its bylaws.

Article VI

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than five (5). The number and method of election of the directors of the Corporation who shall serve following the terms of the initial directors of the Corporation shall be as stated in the bylaws.

Article VII

The number constituting the initial Board of Directors of the Corporation shall be no less than five(5) and no more than nine (9). The names and addresses of the persons who shall serve as the initial Board of Directors of the Corporation are as follows:

Raymer O. Kelly
President/Vice-President
2415 Lake Sunset Drive
Orlando, FL 32802

Arto Woodley
Secretary/Treasurer
3000 CR Smith Street
Orlando, FL 32822

Myra Archer
7823 Shoals Drive
Orlando, FL 32817

Walter Balcon
2105 Beecher Street
Orlando, FL 32805

Samuel Anderson
6371 Power Point Circle
Orlando, FL 32818

Article VIII

The Corporation shall not have members.

Article IX

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of 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.

Article X

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 any 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 these 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 corresponding section of any future Federal tax code) or, (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) or the Internal Revenue Code (or corresponding section of any future Federal tax code).

Article XI

These Articles of Incorporation shall be amended only by the affirmative vote of a majority of the entire Board of Directors.

ARTICLE XII

The Bylaws of the Corporation may be amended, altered, or repealed and new Bylaws may be adopted only by the affirmative vote of a majority of the entire Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

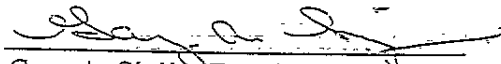
ARTICLE XIII

The street address of the Corporation's initial registered office in the State of Florida is: 4100 NE 2nd Avenue, Suite 301, Miami, FL 33132, City of Miami, County of Dade, and the name of its initial registered agent at such office is Gary A. Siplin.

ARTICLE XIV

The name of the sole incorporator is Gary A. Siplin, Esquire hereinafter called (the "Incorporator")

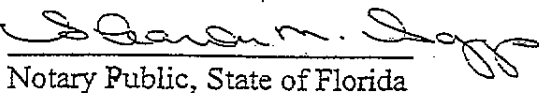
IN WITNESS WHEREOF, The undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 23 day of August, 1999.


Gary A. Siplin, Esquire, Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Gary A. Siplin, to me known to be the person described in the executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein express. He (is personally known to me) or (has produced a Florida's State Drivers License as identification).

WITNESS my hand and official seal in the State and County aforesaid, this 23 of August 1999.


Notary Public, State of Florida



Sharon M. Sapp
Commission CC624802
Expires February 25, 2001

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

AUG 27 PM 2:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

Florida Orlando Development Corporation

2. The name and address of the registered agent and office is:

Gary A. Siplin, Esquire
Gary A. Siplin & Associates, P.A.
4100 NE 2nd Avenue, Suite 301
Miami, Florida 33132

HAVING BEEN NAMED AS REGISTERED AGENT AND DO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

Gary A. Siplin

DATE:

8-23-99