

PD8000044369

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100266156241

11/24/14--01023--017 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 NOV 24 PM 1:55

C.L.
12-4-14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CITIZENS CO-OP, INC.
DOCUMENT NUMBER: P08000044369

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

Please return all correspondence concerning this matter to the following:

DUMMOND, KIM
Name of Contact Person
CITIZENS CO-OP, INC.
Firm/ Company
435 S MAIN ST
Address
GAINESVILLE, FL 32601
City/ State and Zip Code
board@citizensco-op.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DRUMMOND, KIM at (352) 505-6575
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" 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 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

Articles of Amendment
to
Articles of Incorporation
of

CITIZENS CO-OP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

(Name of Corporation as currently filed with the Florida Dept. of State)
P08000044369

14 NOV 24 PM 1:55

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida 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," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

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:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove		GILL, BERT	1310 SW 14TH ST GAINESVILLE, FL 32608
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	C	KRAGIEL, LUCIAN	3105 NW 38TH ST GAINESVILLE, FL 32606
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	D	BRINKMAN, ROB	435 S MAIN ST GAINESVILLE, FL 32601
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	BROWN, JORDAN	435 S MAIN ST GAINESVILLE, FL 32601
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	S,D	ELLIS, JONI	435 S MAIN ST GAINESVILLE, FL 32601
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove		SEE ADDITIONAL SHEET	

6) ☒ Change D,C HAWKINS, THOMAS 435 S MAIN ST
☐ Add GAINESVILLE, FL 32601
☐ Remove _____

7) ☐ Change D HAVENS, SHELBY 435 S MAIN ST
☒ Add GAINESVILLE, FL 32601
☐ Remove _____

8) ☐ Change D LYNCH, MELISSA 435 S MAIN ST
☒ Add GAINESVILLE, FL 32601
☐ Remove _____

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

(Attach additional sheets, if necessary). (Be specific)

SEE ADDITIONAL SHEETS

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,

provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

ARTICLES AMENDMENTS

Citizens Co-op, Inc. has made the following five amendments to its Articles of Incorporation. Changes are described with deletions ~~stricken~~ and additions underlined.

1. Change in name (made April 25, 2013)

Paragraph 1.1 is amended as follows

~~1.1 The name of this Corporation shall be Locals' Food Market, Inc.~~

1.1 The name of the Corporation shall be Citizens Co-op, Inc.

2. Change in address (made April 25, 2013)

Paragraph 1.2 is amended as follows

~~1.2 The registered address of the Corporation is 1015 NE 13th Place Gainesville, FL 32601~~ The address of the Corporation shall be 435 South Main Street, Gainesville, FL 32601 in Alachua County in the State of Florida, or such other location in Alachua County as may later be listed in the By-Laws of this Corporation.

3. Change in voting (made April 25, 2013)

Paragraph 7.2 is amended as follows

~~7.2 Amendments. These articles may be amended or repealed only by a vote of current members at an annual or special membership meeting by a 2/3 majority, provided that the notice of the meeting at which the amendments is to be adopted contains or is accompanied by a copy or summary of the amendment and the meeting is announced.~~

7.2 Amendments. These articles may be amended or repealed only by vote of current members with a 2/3 majority of those voting, provided that the vote is announced by email and posted in the store 30 days in advance.

4. Change to allow board to set future dividend rate (made September 19, 2014)

Paragraph 3.2 is amended as follows:

3.2 Terms

A. Investor Class:

a. Shareholders shall receive an ~~an 8%~~, a cumulative, preferred dividend at a rate established by the Board of Directors at the time the stock is issued.

b. Investors are not considered members of the Corporation, do not have any voting rights, and do not receive a share of Patronage Refunds.

c. All stock is non-transferable unless otherwise determined by the Board.

d. The Corporation reserves the right to acquire and/or recall any Investment stock.

B. Member Class:

a. Members are entitled to Patronage Refunds, as defined in Article 5.

b. Each membership share equals one vote.

c. Each individual entity may only purchase one membership share unless otherwise determined by the Board.

d. All stock is non-transferable unless otherwise determined by the Board.

e. Classes of membership are defined in Article 4.

C. Additional Rights & Responsibilities for Members and Investors are detailed in the Corporation ByLaws.

5. ~~4.~~ Change to make memberships nonrefundable (made September 19, 2014)

Paragraph 4.3 is amended as follows:

~~4.3 Refundable. All memberships are to be a one-time, refundable fee.~~

The date of each amendment(s) adoption: _____
date this document was signed.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Effective date if applicable: _____

(no more than 90 days after amendment file date) 11 NOV 24 PM 1:55

Adoption of Amendment(s)

(CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated NOVEMBER 18, 2014

Signature

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

HAWKINS, THOMAS

(Typed or printed name of person signing)

CHAIRMAN

(Title of person signing)