

# ARTICLES OF AMENDMENT FOR RADIO SCOUTING, INC. (State of Florida, Dept of Corporations, N19000004441)

1. Name	<b>Article I</b>
2. Principal Address	The name of the corporation is:
3. Purpose	RADIO SCOUTING, INC.
4. Director Appointments	EIN 83-4513134
5. Name & Address of Registered Agent	FL Doc: N19000004441
6. Name & Address of Incorporator	
7. Initial Officers/Directors	<b>Article II</b>
8. Duration	The principal place of business address:
9. Nonprofit Corporation	BSA Camp La-No-Che
10. Distribution of Assets upon Dissolution	41940 Boy Scout Rd,
11. Indemnification of Directors	Paisley, FL 32767
12. Voting	
13. Amendment	Direct all postal mail inquires to the registered agent
14. By-Laws	address on file with FL Dept of Corps. (SunBiz)

## Article III

The specific purpose(s) for which this corporation is organized is:

### 501(c)3 Requirements:

Section (a). This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section (b). Further, this organization shall operate exclusively for said purpose by engaging directly in support of such purpose or by making distributions to other organizations for use.

Section (c). The organization is operated by volunteers and paid staff, we reserve the senior executive positions to paid personnel while the entry level and field positions are populated by volunteers.

Section (d). Notwithstanding any other provision of these Articles of Incorporation: No part of the net earnings of the organization shall be distributed to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article III (a) hereof. No director, officer, or any private individual shall be entitled to share in the distribution of any of the organization assets on dissolution of the Corporation.

Section (e). No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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.

Section (f). Notwithstanding any other provision of these articles, the organization 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## Nonprofit Purpose

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## Specific Purpose - Mission Statement:

Radio Scouting, Inc., is the amateur radio station and club of the Boy Scouts of America, Central Florida Council. It shall be our purpose to further the exchange of information and cooperation between the public and scouting, to promote radio knowledge, youth activities, fraternalism, individual operating efficiency, and to conduct programs and activities as to advance the general interest and welfare of Amateur Radio and Scouting in the community.

## Article IV

The manner in which directors are elected or appointed is:  
AS PROVIDED FOR IN THE BYLAWS.

## Article V

The name and Florida street address of the registered agent is:  
KENNETH V LYONS  
145 EAST STORY ROAD  
WINTER GARDEN, FL. 34787

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: KENNETH LYONS

## Article VI

The name and address of the incorporator is:  
KENNETH LYONS  
145 EAST STORY ROAD  
WINTER GARDEN, FL 34787

## Article VII

The initial & new officers(s) and directors(s) of the corporation are:

**President:** Kenneth Lyons, KN4MDJ - Elected

**Vice President:** Justin Sligh, KN4MQR - Elected

**Secretary:** Dean DeLong, KM4QMB - Elected

**Treasurer:** Larry Schnaudigel, KN4LSY - Elected

**BSA Council Representative:** Leigh Taylor

Appointed by Central Florida Council, BSA

FCC Extra Class Trustee for Club Station Callsign, Radio(s) & Repeater(s)

**Trustee:** Kenneth Lyons, KN4MDJ - Appointed

2019 Initial Pre-Election Pro-tem officers: Trista Lyons, Pat Schiavoni

## Article VIII

DURATION

The period of the corporation's duration is perpetual.

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## Article IX

### NON-PROFIT CORPORATION

This corporation is a non-profit corporation and shall have all of the powers, duties, authorizations and responsibilities as provided in the Florida Not-for-profit Corporation Act; provided, however, the corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax law (hereinafter referred to as the "Code").

## Article X

### DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, or the winding up of its affairs, its assets shall be distributed to a shelter/society or organization, chosen by the Board of Directors as long as it is tax exempt under Section 501 (c) of the Code, or corresponding section of any future federal tax code.

(A) Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(B) Upon the dissolution of the organization, 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. Any such assets not disposed of shall be disposed of by the court 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.

## Article XI

### INDEMNIFICATION OF DIRECTORS

A director of the organization shall not be liable to the organization for monetary damages for an act or omission in the director's capacity as a director, except in the following instances:

- A. A breach of loyalty by a director to the organization or its members (if any);
- B. An act or omission by the director for which the liability is expressly provided for by law.
- C. An act or omission by the director not in good faith or that involves intentional misconduct or a knowing violation of the law; and
- D. A transaction in which the director received an improper benefit whether or not the benefit resulted from an action taken within the scope of the director's office.

## Article XII

### VOTING

The corporation shall have such classes of voting members as described in their manner of election, qualifications, terms of membership, rights, powers, privileges and immunities stated in the by-laws.

## Article XIII

### AMENDMENT

The articles may be amended in the manner provided under the Florida Not-for-profit Corporation Act in effect at the time of amendment, and as prescribed by the corporate by-laws.

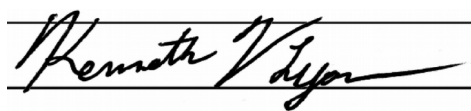
## Article XIV

### BY-LAWS

The initial by-laws of the corporation shall be adopted by the board of directors. The powers to alter, amend, or repeal the by-laws or to adopt new by-laws shall be vested in the board of directors.

Full articles above, including amendments, provided for clarity.

ADOPTED AND APPROVED by the Board of Directors on this: 24th April 2019



Kenneth Lyons,  
President / Board Chair / FCC Trustee for Radio Scouting Inc. FCC-FRN 0028442002