

HERNANDO Arc

affiliated chapter of The Arc, a national
organization on mental retardation

November 6, 1998

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

To Whom It May Concern:

Enclosed is a copy of the Amended and Restated Article so Incorporation for the
Hernando Association for Retarded Citizens, Inc. which were adopted on October 21,
1998. Also enclosed is a check for \$43.75 for the filing fee and a certified copy of these
documents.

Thank you for processing this request.

Sincerely,



Mark W. Barry
Executive Director

Amended & Restated

VS NOV 16 1998

FILED
98 NOV 12 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*"Dedicated to
community access
and
self-determination
for persons
with disabilities"*

5283 Neff Lake Road
Brooksville, Florida 34601-8608

Phone: 352 544-2322
Fax: 352 544-2325

Serving Hernando County since 1972



United Way
of

Hernando County



725497

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

of

Hernando Association for Retarded Citizens, Inc.
(a.k.a.: Hernando Arc)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, Section 617, the undersigned corporation adopts the following amended and restated articles of incorporation.

FIRST: Amended and restated Articles are as follows:

ARTICLE I: The name of this corporation is HERNANDO ASSOCIATION FOR RETARDED CITIZENS, INC. (also known as: Hernando Arc).

ARTICLE II: The general nature of the objects and purpose of this corporation shall be: To promote the general welfare of individuals with mental and physical disabilities wherever they may be; to foster the development of services in their behalf; to encourage research related to disabilities; to advise and aid individuals with disabilities, and their families, in solutions to their disability related challenges and to assist in the coordination of their efforts and activities; to develop a better understanding among the public of the challenges confronting individuals with disabilities and their families; to cooperate with all public, private and religious agencies, and professional groups in the furtherance of these ends; to associate with and support financially the State and National Associations to promote the common cause; to serve locally as a clearinghouse for gathering and distributing information regarding disabilities; to solicit and receive funds for the accomplishment of the above purposes.

ARTICLE III: The membership of this corporation shall constitute persons whom subscribe to the purposes of the corporation, and adhere to the membership provisions in the manner provided in the Bylaws.

ARTICLE IV: This Association shall be incorporated as a nonprofit corporation under the applicable laws of the State of Florida and maintain exemption under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE V: The Association's area of service is restricted to individuals residing in Hernando County and surrounding areas.

ARTICLE VI: The officers of the corporation shall be a President, such number of Vice- Presidents, Secretary, Treasurer and such other officers as may be provided in the Bylaws. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VII: The business affairs of this corporation shall be managed by a Board of Directors, consisting of not less than four (4) nor more than twenty-five members, all elected officers and the immediate past president. The Directors shall be elected to membership in this corporation by the subscribing members of this corporation and shall be succeeded in accordance with Bylaws.

ARTICLE VIII: The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the Bylaws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX: Any proposed amendment, along with the date it is to be voted on, shall be presented in writing to the entire general membership at least three weeks prior to the meeting at which it is supposed to be voted upon. A two-thirds (2/3) vote shall be required of members present for ratification.

ARTICLE X: The location of this corporation shall be 5283 Neff Lake Road, Brooksville, Florida, 34601.

ARTICLE XI: In order to promote the purposes of this corporation, it may acquire property by grant, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XII: No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution, shall be distributed to organizations which have qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, and none of these assets will be distributed to any member, officer, or trustee of this corporation.

SECOND: The date of adoption of the amended and restated articles of incorporation was October 21, 1998.

THIRD: The amended and restated articles of incorporation were adopted by the members and the number of votes cast for the amended and restated articles was sufficient for approval.

Dated: October 21, 1998

Hernando Association for Retarded Citizens, Inc.

Corporation Name

By

(Chairman, Vice Chairman, President or other officer)

John DiRienzo, Jr.

Typed or printed name

President

Title