

729251

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September 28, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

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*****43.75 *****43.75

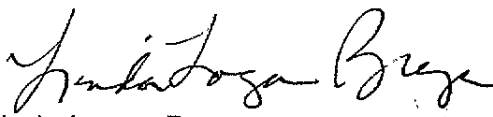
Re: The ARC of Putnam County, Inc., a Florida Not for Profit Corporation

Dear Sir/Madam:

Enclosed find an original and one copy of Articles of Amendment to the Articles of Incorporation for The ARC of Putnam County, Inc., a Florida Not for Profit corporation, which are hereby tendered for filing. Also enclosed, find our check in the amount of \$43.75 which includes the fee for amending the Articles of Incorporation and the fee for a returned, certified copy of these Articles of Amendment.

We appreciate your assistance and request that you return the certified copy of the Articles to the attention of the undersigned at the above address.

Sincerely,


Linda Logan Bryan

LLB/slh
Enclosures

cc: Jim Whitaker, Executive Director, The ARC of Putnam County, Inc.

F:\USERS\SLH\ARC\SEC-ST.LTR

FILED
OCT 16 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. LEWIS OCT 16 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 6, 2000

LINDA LOGAN BRYAN, ESQ.
MILLER, SHINE & BRYAN, P.A.
P. O. BOX 3376
ST. AUGUSTINE, FL 32085-3376

SUBJECT: THE ARC OF PUTNAM COUNTY, INC.
Ref. Number: 729251

We have received your document for THE ARC OF PUTNAM COUNTY, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If the document was approved by a majority vote or other percentage of the members as specified in the articles of incorporation, it should also contain a statement that the number of votes cast was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned. *by Dec. 5th*

10/2 If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 800A00053002

The necessary addition is included on the first page of the Amendment.

*Thanks,
Bryant
10/13/00*

OCT 12 2000

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION
OF
THE ARC OF PUTNAM COUNTY, INC.
(A CORPORATION NOT FOR PROFIT)**

FILED
00 OCT -16 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 617.1002 and 617.1006, Florida Statutes (Florida Not for Profit Corporation Act), the qualified members of the undersigned corporation cast a sufficient number of votes for approval of the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is The ARC of Putnam County, Inc.

2. The Amendments to the Articles are as follows:

A. Article VI, Section 3 as constituted is deleted and replaced by a new Article VI, Section III which reads as follows:

Section 3. The officers will be elected by the Board of Directors at their Annual Meeting as provided in the by-laws.

B. Article VII, Section 1 as constituted is deleted and replaced by a new Article VII, Section I which reads as follows:

Section 1. All corporate powers of the corporation shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed under the direction of the Board of Directors. The number of directors may be increased or decreased from time to time as provided in the by-laws but shall never be less than three.

C. Article VIII, Section 2 as constituted is deleted and replaced by a new Article VIII, Section II which reads as follows:

Section 2. Upon proper notice, the by-laws may be amended, altered and/or rescinded by the affirmative vote of two-thirds of the members of the Board of Directors at a regular meeting or a special meeting called for that purpose.

D. Article IX, Section 1 as constituted is deleted and replaced by a new Article IX, Section I which reads as follows:

Section 1. Upon proper notice, these Articles of Incorporation may be amended by the affirmative vote of two-thirds of the members of the Board of Directors at a regular meeting or a special meeting called for that purpose.

E. Article IX, Section 2 is deleted in its entirety from the Articles of Incorporation without replacement of same.

Section 2. Deleted in its entirety.

F. Article XI as constituted is deleted and replaced by a new Article XI which reads as follows:

ARTICLE XI. DISSOLUTION

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

G. Article XII is added to read as follows:

ARTICLE XII. EARNINGS AND ACTIVITIES OF CORPORATION

Section 1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other 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 the purposes set forth in Article II hereof.

Section 2. 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) and political campaign on behalf of any candidate for public office.

Section 3. 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 of 1954 (or the correspond-

ing provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

H. Article XIII is added to read as follows:

ARTICLE XIII. DEDICATION OF ASSETS

Section 1. The property of this corporation is irrevocably dedicated to educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

3. These Amendments to the Articles of Incorporation were adopted on the 28 day of August, 2000.

4. These Amendments were duly approved pursuant to Article IX (Amendments), Section II of the Articles of Incorporation and in accordance with the notice requirements of Article XIII (Amendments), Section I of the By-laws, both as then constituted, by two-thirds (2/3) or more of the qualified members present who authorized the officers of the Corporation to file these Articles of Amendment.

Dated this 14 day of September, 2000.

The ARC of Putnam County, Inc.

By Melissa C. Miller
Melissa C. Miller, its President

Attest: Dot Driggers
Dot Driggers, Secretary

(SEAL)