

741116

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H1400004229 3))



H14000042293ABOW

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : J. PATRICK FITZGERALD & ASSOCIATES, P.A.
Account Number : 12009000011
Phone : (305)443-9162
Fax Number : (305)443-6613

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: ERG@JPFITZLAW.COM

RECEIVED

14 JAN -7 PM 12:32

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN
ARCHBISHOP CARROLL MANOR, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 06 |
| Estimated Charge | \$35.00 |

Amend

14 JAN -7 AM 9:30

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Menu Help

JAN - 8 2014

T. CARTER

H14000004229 3

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14 JAN -7 AM 9:30

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
ARCHBISHOP CARROLL MANOR, INC.
(A not-for-profit corporation)**

ARCHBISHOP CARROLL MANOR, INC., a Florida not-for-profit corporation (the "Corporation"), hereby certifies to the Department of State that:

FIRST: The following Amendment to Articles of Incorporation were duly adopted by the members at a meeting duly called on December 19, 2013 at which a majority was present and unanimously adopted the Amendment to Articles of Incorporation and unanimously approved, which is the only requirement to amend the Articles of Incorporation, pursuant to the authority and provisions of the Florida Statutes and existing Articles of Incorporation and Bylaws of Archbishop Carroll Manor, Inc., further, the Amendment to Articles of Incorporation shall be effective as of December 19, 2013.

BE IT RESOLVED that the Articles of Incorporation of the Corporation are hereby amended by striking in their entirety Articles II, III, VII, IX, inclusive and by substituting the following in lieu thereof:

ARTICLE II

The purposes for which the corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

A. To provide elderly persons and handicapped persons with housing facilities and services especially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness and usefulness in longer living. The charges for such facilities and services to be predicated upon the provision, maintenance and operation thereof on a non-profit basis where no adequate housing exists for such groups.

B. The corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to nor inure to the benefit of any individual.

H1400004229 3

ARTICLE III

The corporation is empowered:

A. To buy, own, sell, convey, assign, mortgage, or lease any interest in real estate and personal property, and to construct, maintain, and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article II hereof.

B. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge, or other lien on the corporation's property.

C. To do and perform all acts reasonably necessary to accomplish the purposes of the corporation.

D. No part of the net earnings of this corporation shall be distributed to or inure to the benefit of any member, director, or other officer of this corporation, contributor or private individual. In the event of dissolution, winding up, or other liquidation of the assets of this corporation, its assets shall be distributed to non-profit and charitable corporations or institutions as shall qualify for exemption under Section 501(c)(3) of the Internal Revenue Service Code, and as may be designated by the directors to be used for purposes similar to those of this corporation.

ARTICLE VII

The person acting as presiding officer at a meeting, if a voting member of the board, shall be entitled to vote on the same basis as if not acting as a presiding officer.

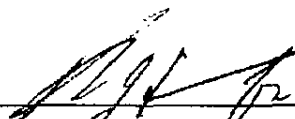
ARTICLE IX

The Bylaws of the corporation may be amended from time to time by a majority vote of the membership present and voting at any regular meeting, or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of the Articles of Incorporation.

H1400004229 3

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the responsibilities and agrees to serve as Registered Agent of Archbishop Carroll Manor, Inc., a Florida not-for-profit corporation.



J. Patrick Fitzgerald, Esquire
Registered Agent

H1400004229 3

EXHIBIT "A"

The following articles are being amended from the existing Articles of Incorporation:

| <u>EXISTING ARTICLES</u> | <u>AMENDED AND RESTATED ARTICLES</u> |
|--------------------------|--------------------------------------|
| Two | Amended |
| Three | Amended |
| Seven | Amended |
| Nine | Amended |