

N09000009674

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(City/State/Zip/Phone #)

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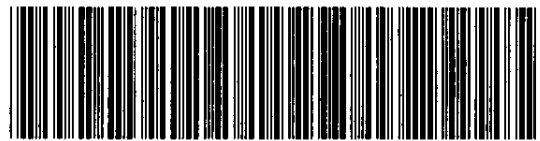
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*Name Change &
Amend*

12/16/09--01013--001 **35.00

2009 DEC 16 PM 1:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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*Asr
12/17/09*

COVER LETTER

**TO: Amendment Section
Division of Corporations**

NAME OF CORPORATION: Mary L. Hanford Foundation, Inc.

DOCUMENT NUMBER: N09000009674

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

Please return all correspondence concerning this matter to the following:

Lia T. Baines

(Name of Contact Person)

BEDR Corporation

(Firm/ Company)

5725 Corporate Way, Ste 201
WPB, FL 33407

(Address)

WEST PALM BEACH, FL 33407

(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lia Baines at 561 686-0064

(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

Mary L. Hanford Foundation, Inc.

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

N09000009674

(Document Number of Corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Mary L. Hanford Center for Change, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

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:

New Registered Office Address:

(Florida street 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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>Pres.</u>	<u>Merrick Williams</u>	<u>1131 Alta Loma Rd. #311</u> <u>West Hollywood, CA 90069</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>V-Pres</u>	<u>Vincent June</u>	<u>2301 Charleston Pt. SE</u> <u>Atlanta, GA 30316</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>Treas.</u>	<u>Jeff Marchelletta</u>	<u>860 Peachtree St. #1618</u> <u>Atlanta, GA 30308</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>Sec</u>	<u>Wanda Akins</u>	<u>1150 W. 23rd St.</u> <u>Riviera Beach, FL 33404</u>	<input checked="" type="checkbox"/> Add

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

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

See attached.

Adding Dissolution Clause - Article VIII

Adding specific purposes - Article III B

Adding general Purposes and Powers - Article III A

The date of each amendment(s) adoption: December 7, 2009
(date of adoption is required)

Effective date **if applicable**: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated December 7, 2009

Signature Wanda Akins

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

Wanda Akins
(Typed or printed name of person signing)

Secretary
(Title of person signing)

Amended Articles of Incorporation
Mary L. Hanford Center For Change, Inc.

Article I - Name

The name of this corporation is Mary L. Hanford Center for Change, Inc.

Article II - Principal Office

The principal office for the transaction of business of this corporation is to be located at 151 Calle Largo Drive, Hollywood, FL 33021.

Article III - Purposes and Powers

A. The general purposes and powers are to have and exercise all rights and powers conferred on corporations formed under the laws of the State of Florida. In furtherance but not in limitation of the foregoing charitable and educational purposes, the Corporation shall have the following powers:

1. To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property rights and services of every kind and description;
2. To hold, bequest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purposes above mentioned;
3. To engage in any and all other activities which will directly or indirectly improve the welfare and conditions of said residents and groups; and
4. To exercise all other rights and powers conferred upon corporation formed under the General Nonprofit Law of the State of Florida, provided however, that the Corporation shall not engage in any activities or exercise any powers that are not in furtherance of the specific and primary charitable and educational purposes of this Corporation.

B. The specific purposes for which this corporation is formed are exclusively charitable and educational. The mission of Mary L. Hanford Center for Change, Incorporated, is to strengthen the rural communities surrounding Lake Okeechobee through three main objectives:

1. By creating a venue for locals to grow, harvest, and sell agricultural products to a larger marketplace;
2. By partnering with local schools to educate and teach community the importance of preserving the ecosystem; and
3. By working with local cities and county government to revitalize distressed neighborhoods.

C. All of the foregoing purposes and powers shall be exercised exclusively for charitable and educational purposes in such manner that the Corporation shall qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code as it is currently and shall hereafter be in force and effect.

Article IV – Initial Officers and Directors of the Corporation

President – Merrick Williams – 1131 Alta Loma Rd, #311, West Hollywood, CA 90069

Vice President – Dr. Vincent June – 2301 Charleston Pointe, SE, Atlanta, GA 30316

Secretary – Wanda Akins – 1150 W. 23rd Street, Riviera Beach, FL 33404

Treasurer – Jeff Marchelletta – 860 Peachtree St., Atlanta GA 30308

Article V - Manner of Election and Appointment of Officers and Directors

The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, the manner of filling vacancies on the Board and the manner of calling and holding meetings of the Board of Directors, shall be as stated in the Bylaws.

Article VI – Name and Address of Registered Agent

The name and address of the Registered Agent is Margarita D. Orta, whose address is 151 Calle Largo Drive, Hollywood, FL 33021.

Article VII – Name and Address of Incorporator

The name and address of the person signing these Articles of Incorporation is Merrick Williams, whose address is 1131 Alta Loma Rd., #311, West Hollywood, CA 90069.

Article VIII - Dissolution of the Corporation

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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 IX – Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the officers / directors is subject to this reservation.
