

# 700631

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.**

((H20000273676 3)))



H200002736763ABC0

**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 : CARLTON FIELDS  
Account Number : 07607700355  
Phone : (813)223-7000  
Fax Number : (813)229-4133

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

Email Address: C.Rosenberg@CarltonFields.com

FILED  
CLERK OF STATE  
DIVISION OF CORPORATIONS  
20 AUG 31 AM 11:12

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
GOODWILL INDUSTRIES OF SOUTH FLORIDA, INC.**

Certificate of Status	0
Certified Copy	01
Page Count	03
Estimated Charge	\$61.25 <del>43.75</del>

Electronic Filing Menu

Corporate Filing Menu

Help

AUG 31 2020

D CUSHING

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
GOODWILL INDUSTRIES OF SOUTH FLORIDA, INC.

FILED  
20 AUG 31 AM 11:13  
CLERK OF STATE  
CORPORATIONS

GOODWILL INDUSTRIES OF SOUTH FLORIDA, INC. (the "Corporation"), by these Amended and Restated Articles of Incorporation, amends and restates in the entirety its Articles of Incorporation, which were first filed with the Florida Secretary of State on March 15, 1960, under filing number 700631, as amended thereafter. Pursuant to sec. 617.1007 (4), these Amended and Restated Articles supersede the original Articles of Incorporation and all amendments thereto. The Corporation has no members and, accordingly, the amendments contained in these Amended and Restated Articles of Incorporation did not require member approval. These Amended and Restated Articles of Incorporation (the "Articles") were adopted and approved by the Board of Directors of the Corporation on the 18th day of June, 2020.

ARTICLE 1

NAME AND ADDRESS

The name of the corporation shall be GOODWILL INDUSTRIES OF SOUTH FLORIDA, INC. and the street address of its principal office and its mailing address is 2121 NW 21<sup>st</sup> Street, Miami, Florida 33142.

PURPOSE

The purpose for which the Corporation is organized is to provide training, rehabilitation employment and opportunities for personal growth for people with disabilities and/or disadvantaging conditions. Inspired by our mission, through occupational training and useful employment, and by the skillful use of the techniques of rehabilitation, social work and life guidance, the Corporation shall seek to assist people with disabilities and/or disadvantaging conditions to attain the fullest development of which they are capable.

ARTICLE 2

MEMBERS

The Corporation shall have no members.

ARTICLE 3

TERM

This Corporation shall have perpetual existence.

#### ARTICLE 4

#### BOARD OF DIRECTORS

The Corporation shall be managed by the Board of Directors consisting of not less than 15 nor more than 30 members to be elected in accordance with the Corporation's By-Laws.

#### ARTICLE 5

#### REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is:

David Landsberg  
2121 NW 21<sup>st</sup> Street

Miami, Florida 33142 and the name and address of the registered agent of the Corporation are:

David Landsberg  
2121 NW 21<sup>st</sup> Street  
Miami, Florida 33142

The Board of Directors of the Corporation shall have the authority to from time to time change the name and/or address of its registered agent and registered office without the need to amend these Articles.

#### ARTICLE 6

#### AMENDMENTS


These Articles can be amended and/or restated only by a majority vote of the members of the Board of Directors of the Corporation present at any meeting where a duly constituted quorum of the Directors is present or by action of the Board of Directors, in lieu of a meeting, duly adopted by written consent in accordance with the Bylaws of the Corporation. In the notice of the meeting, the amendments or changes must be circulated in writing to the members at least ten (10) days prior to the date of the meeting.

#### ARTICLE 7

#### DISSOLUTION OF CORPORATION

In case the work of this Corporation should be abandoned, all title to real and personal property of this Corporation remaining after the debts of this Corporation have been paid shall immediately be vested in the Goodwill Industries International, Inc. for the purpose of re-establishing a Goodwill Industries of similar work in South Florida.

IN WITNESS WHEREOF, Goodwill has caused these Amended and Restated Articles of Incorporation to be executed by its Chief Executive Officer, David Landsberg, on this 18<sup>th</sup> day of June, 2020.

By:   
David Landsberg, CEO