

6/10/2021

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

From: Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (614)280-3338
 Fax Number : (954)208-0845

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

Email Address: _____

COR AMND/RESTATE/CORRECT OR O/D RESIGN
DELTA THETA HOUSE CORPORATION OF KAPPA ALPHA THETA
F

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$43.75

RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc.
The name of the corporation is:

ARTICLE II RESTATED ARTICLES See attached.
The text of the Restated Articles is as follows:

CLERK OF THE
COURT
TALLAHASSEE, FLORIDA

2021 JUN 10 AM 8:38
SCOTT COUNTY, ILL.
TALLAHASSEE, FLORIDA

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ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

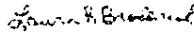
X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u>X</u> Change ___ Add ___ Remove	<u>PD</u>	<u>Mary Jane Parker Beach</u>	<u>8740 Founders Rd</u> <u>Indianapolis IN 46268</u>
2) <u>X</u> Change ___ Add ___ Remove	<u>TD</u>	<u>Catherine K. Dickerson</u>	<u>8740 Founders Rd</u> <u>Indianapolis IN 46268</u>
3) <u>X</u> Change ___ Add ___ Remove	<u>SD</u>	<u>Elizabeth S. Corridan</u>	<u>8740 Founders Rd</u> <u>Indianapolis IN 46268</u>
4) ___ Change ___ Add <u>X</u> Remove	<u>V</u>	<u>Megan Harmon</u>	<u>1103 SW 6th Ave.</u> <u>Gainesville, FL 32601</u>
5) ___ Change ___ Add <u>X</u> Remove	<u>D</u>	<u>Maureen Weber</u>	<u>715 SW 10TH STREET</u> <u>GAINESVILLE, FL 32601</u>
6) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: CT Corporation System
Address: 1200 South Pine Island Road
Plantation, Florida 33324

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Laura R. Broderick, Ast. Secretary

03/11/2021

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☒ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was February 1, 2021, and the votes cast were sufficient for approval

☐ These restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: 03/11/2021Signature: Mary Jane Parker Beach

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

Mary Jane Parker Beach

(Typed or printed name of person signing)

President

(Title of person signing)

FILED
2021 JUN 10 AM 8:38
CLERK OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION
OF
DELTA THETA HOUSE CORPORATION OF
KAPPA ALPHA THETA FRATERNITY, INC.

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows:

(A) Delta Theta House Corporation of Kappa Alpha Theta Fraternity, Inc. (hereinafter referred to as the "Corporation") is a not for profit corporation organized under the Florida Not For Profit Corporation Act. The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Not For Profit Corporation Act.

The Corporation is formed to function exclusively as a nonprofit organization described in Section 501(c)(7) of the Internal Revenue Code of 1986, as now enacted and as the same may be amended from time to time (the "Internal Revenue Code"). The specified purposes for which the Corporation is formed are the following:

- (1) to provide, equip, maintain, and manage a chapter quarters for the Delta Theta, University of Florida, chapter (the "Chapter") of Kappa Alpha Theta Fraternity, Inc., an Indiana nonprofit corporation (the "Fraternity"), and, to that end, to acquire real and personal property, by gift, devise, purchase, or otherwise, and to sell, convey, exchange, lease, mortgage, pledge or otherwise encumber such property, with such property to be used as a meeting place to foster high ideals of friendship among the members of the Chapter, to promote the members' educational and cultural interests, to create in the members good qualities of character, and to otherwise further the social purposes of the Chapter and the Corporation;
- (2) to advance and promote the ideals and purposes of the Fraternity; and
- (3) to do all things necessary or incidental in carrying out the foregoing purposes.

Notwithstanding anything contained in these Restated Articles of Incorporation to the contrary, the Corporation shall not engage in any activities that are not permitted to be carried on by nonprofit organizations described in Section 501(c)(7) of the Internal Revenue Code.

(B) The duration of the Corporation shall be perpetual, unless and until dissolved pursuant to these Restated Articles of Incorporation or the applicable provisions of the Florida Not For Profit Corporation Act.

(C) The Corporation shall not have or issue shares of capital stock.

(D) The Corporation shall have one (1) voting member (the "Voting Member"). The Voting Member shall be Kappa Alpha Theta Fraternity Housing Corporation, an Indiana nonprofit corporation determined by the U.S. Internal Revenue Service to be exempt from federal income taxation as an organization described in Section 501(c)(7) of the Internal Revenue Code. The Board of Directors of the Corporation shall designate and create non-voting classes of members in accordance with the applicable provisions of the bylaws of the Corporation, as the same may be amended and/or restated from time to time (the "Bylaws"). So long as they consent to membership in the Corporation and remain in good standing (as defined in Article I, Section 1 of the Fraternity Bylaws or any successor provision), (i) all active members (as defined in Article I, Section I.A.1 of the Fraternity Bylaws or any successor provision) of the Chapter shall be non-voting members of the Corporation and (ii) the members of the grand council of the Fraternity (the "Grand Council"), who shall from time to time be in office, shall be ex-officio, non-voting members of the Corporation.

(E) The number of directors ("Directors") on the Board of Directors of the Corporation shall be fixed in accordance with the provisions of the Bylaws of the Corporation.

(F) The Directors and officers of the Corporation shall be members in good standing of the Fraternity as set forth in the Fraternity Bylaws and the constitution and policies and position statements of the Fraternity, as the same may be amended from time to time (collectively, the "Fraternity Governing Documents").

(G) The Corporation is an affiliated and subordinate unit of the Fraternity, and at all times shall be (a) subject to the jurisdiction of the Grand Council and (b) subject to and governed by the Fraternity Governing Documents.

(H) No part of the net earnings, if any, of the Corporation shall inure to the benefit of, or be distributable to, the Voting Member, to any non-voting members of the Corporation, to any Directors or officers of the Corporation, or to any other private persons; provided, however, that the foregoing shall not be deemed to prevent the Corporation from (a) paying reasonable compensation for services rendered or (b) making payments and distributions upon the dissolution of the Corporation pursuant to these Restated Articles of Incorporation and the applicable provisions of the Florida Not For Profit Corporation Act.

(I) The Corporation shall be dissolved upon the disestablishment of the Chapter, whether such disestablishment shall result from the surrender or

withdrawal of the Chapter's charter by the Fraternity, from the dissolution of the Chapter or from any other cause.

(J) Upon the dissolution of the Corporation, for whatever reason, the Directors and members shall comply with all applicable provisions of the Florida Not For Profit Corporation Act with respect to the dissolution and liquidation of not for profit corporations and, to the extent not inconsistent with the Florida Not For Profit Corporation Act, distribute all remaining assets of the Corporation in a manner that complies with the Fraternity Governing Documents. Notwithstanding anything contained in these Restated Articles of Incorporation to the contrary, no distribution of any remaining assets of the Corporation shall be made for any purpose or in any manner that would cause the Corporation not to qualify as a nonprofit organization described in Section 501(c)(7) of the Internal Revenue Code.

(K) No amendment to these Restated Articles of Incorporation may be made without the prior written approval of the Grand Council, certified in writing by the Executive Director of the Fraternity.

(L) In the event that the Bylaws of the Corporation now or hereafter contain any terms or provisions that conflict with or are inconsistent with these Restated Articles of Incorporation, these Restated Articles of Incorporation shall control and shall supersede such conflicting or inconsistent terms and provisions in the Bylaws of the Corporation; provided, however, that such conflict or inconsistency shall not impair, nullify or otherwise affect the remaining terms and provisions in the Bylaws of the Corporation, which shall remain in full force and effect.

(M) The registered agent of the Corporation with the Florida Department of State shall be CT Corporation System, and the registered office of the Corporation shall be 1200 South Pine Island Road, Plantation, Florida 33324.

(N) The Bylaws of the Corporation, as the same may be amended, restated and/or supplemented from time to time, may only be amended, in whole or in part, by the affirmative vote of two-thirds (2/3) of the whole number of Directors, provided that any such amendment must be consented to by the Voting Member.