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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Presbyterian Special Services, Inc.

DOCUMENT NUMBER: 712001

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

Please return all correspondence concerning this matter to the following:

Kirk T. Bauer, Esquire

(Name of Contact Person)

Bauer & Associates Attorneys At Law, P.A.

(Firm/ Company)

P.O. Box 223

(Address)

DeLand, FL 32724

(City/ State and Zip Code)

sdevane@duvallhome.org

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

For further information concerning this matter, please call:

Kirk T. Bauer, Esquire

(Name of Contact Person)

at (386) 734-3313

(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

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15 FEB -5 PM 2:41
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Presbyterian Special Services, Inc.

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

712001

(Document Number of Corporation (if known))

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:

Duvall Homes, 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:

(Florida street address)

New Registered Office Address:

(City)

, Florida

(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

- | | | | |
|--|-------------------|---|---|
| 1) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input checked="" type="checkbox"/> Remove | <u>S</u> | <u>Kimbrough, Emilie</u> | <u>1950 Alta Vista St.</u>
<u>Sarasota, FL 34236</u> |
| 2) <input checked="" type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u>S</u> | <u>Pearce, Kate</u> | <u>2691 Oak Rd.</u>
<u>Deland, FL 32720</u> |
| 3) <input type="checkbox"/> Change
<input checked="" type="checkbox"/> Add
<input type="checkbox"/> Remove | <u>C</u> | <u>Walsh, Robert</u> | <u>123 W. Indiana Ave</u>
<u>Deland, FL 32720</u> |
| 4) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u> </u> | <u> </u> | <u> </u>
<u> </u>
<u> </u> |
| 5) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u> </u> | <u> </u> | <u> </u>
<u> </u>
<u> </u> |
| 6) <input type="checkbox"/> Change
<input type="checkbox"/> Add
<input type="checkbox"/> Remove | <u> </u> | <u> </u> | <u> </u>
<u> </u>
<u> </u> |

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

The entire Articles of Incorporation of the corporation are hereby amended and
restated. Such amended Articles of Incorporation of the Corporation are
attached hereto and incorporated herein.

The date of each amendment(s) adoption: January 30, 2015, if other than the date this document was signed.

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 January 30, 2015

Signature Katheryn M. Pearce
(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)

Katheryn M. Pearce
(Typed or printed name of person signing)

Chairperson of the Board
(Title of person signing)

ARTICLES OF INCORPORATION
OF
DUVALL HOMES, INC.

Florida Document No. 712001

Pursuant to the provisions of Sections 617.02011 and 617.0202 of the Florida Statutes, the following articles of incorporation for **Duvall Homes, Inc.**, a Florida Not-For-Profit Corporation, hereinafter the "Corporation", are hereby filed:

1. Article I. – Name:

The name of the Corporation is Duvall Homes, Inc.

2. Article II. – Purpose:

The Corporation is organized to establish and deliver support services for individuals with developmental disabilities. Notwithstanding, the Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code, hereinafter the "Code" including, but not limited to, the making of distributions to or on behalf of organizations which qualify as exempt organizations under section 501(c)(3) of the Code.

The Corporation shall have all the rights and powers customary and proper for tax exempt not-for-profit corporations, including the powers specifically enumerated in Section 617.0302 of the Florida Statutes, as amended. The Corporation shall have the power to hold or administer property for the purposes stated in this Article II, including the power to act as trustee. The Corporation may buy, sell, lease, mortgage, convey, accept, hold and be invested in, all manner of property, real, personal and mixed, including all privileges and immunities whatsoever.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or, (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Code.

Article III.-Qualification of Members:

The membership of the Corporation shall consist of the Board of Regents. The government of the Corporation and its affairs shall be vested in said Board of Regents.

Article IV.- Term of Existence:

The Corporation is to exist perpetually.

Article V.- Officers:

Section 1: The officers of the Corporation shall be a Chairperson, Vice Chairperson, Secretary/Treasurer and such other officers as may be provided in the by-laws.

Section 2: The officers shall be elected at the annual meeting of the Board of Regents or as provided in the by-laws.

Article VI.-Board of Regents:

Section 1: The business affairs of the Corporation shall be overseen by the Board of Regents. The Corporation shall have no fewer than nine (9) and no more than seventeen (17) members of the Board of Regents. The number of members may be changed from time to time, according to the by-laws, but shall never be less than nine (9).

Section 2: Members of the Board of Regents shall be elected and hold office in accordance with the by-laws adopted by the Board of Regents.

Section 3: The Board of Regents is hereby empowered to employ a Chief Executive Officer for the Corporation. The Chief Executive Officer may be any qualified person regardless of their religious affiliation or membership. The salary of the Chief Executive Officer shall be fixed by the Board of Regents and shall be reviewed periodically along with the CEO's performance.

Article VII.-By-Laws:

Section 1: The Board of Regents of the Corporation shall adopt by-laws for the conduct of its business and the carrying out of its purpose as it may deem necessary from time to time.

Section 2: Upon proper notice, the by-laws may be amended, altered or rescinded by two-thirds (2/3) vote of the Board of Regents at any regular or special meeting called for that purpose.

Article VIII.-Amendments:

These articles of Incorporation may be amended at any regular or special meeting of the membership called for that purpose, by two thirds (2/3) vote of the Board of Regents.

Article IX. – Location and Initial Registered Agent:

The address of the initial principal office of the Corporation shall be: 3395 Grand Avenue Glenwood, Florida 32722. The location of the principal office of the Corporation may be changed by the Board of Regents.

The initial registered agent is:

Steven C. DeVane

3395 Grand Avenue Glenwood, Florida, 32722

Article X.-Meetings:

Section 1: The annual meeting for the election of members of the Board of Regents shall be held in January.

Section 2: The Corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

Section 3: A majority of Board members in office shall constitute a quorum of the holding of any meetings.

Article XI. – Non Profit Status:

The income and assets of the Corporation shall be irrevocably dedicated to its exclusive purposes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Board of Regents, trustees, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, reimburse expenses, and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

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) any political campaign on behalf of or in opposition to any candidate for political office.

The Corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

Article XII. – Distribution of Assets Upon Dissolution:

Upon the dissolution of the Corporation, the Board of Regents shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively to an organization or organizations organized and operated exclusively for charitable, religious, educational or scientific purposes as shall qualify as an exempt organization or organizations under Section 501 (c)(3) of the Code, as the Board of Regents shall determine or shall be distributed to the federal government, or to a state or local government. Any such assets not disposed of shall be otherwise disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is 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 XIII.—Initial Directors:

The initial directors of the Corporation are:

Katheryn M. Pearce
Randall J. Marshall
Emilie H. Kimbrough
Robert J. Walsh
Tim Cook
Wilma Martin
Royce Hood
Kirby Moncrief
Richard B. Armstrong

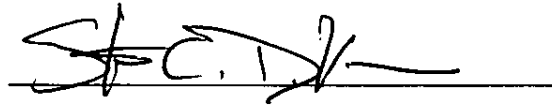
2691 Oak Road Deland, FL 32720
PO Box 740117 Orange City, FL 32763-0117
1950 Alta Vista Street Sarasota, FL 34236
123 W Indiana Avenue Deland, FL 32720
1000 Winderly Place #6 Maitland, FL 32751
PO Box 1913 Deland, FL 32721
905 Island Grove Drive Deland, FL 32724
127 Crystal View S. Sanford, FL 32773
3010 Farmington Drive Atlanta, GA 30339

Article XIV.—Incorporator:

The name and address of the incorporator is Katheryn M. Pearce, 2961 Oak Road, DeLand FL 32720.

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 the capacity.

Date: January 30, 2015



Steven C. DeVane, as Registered Agent

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in this document to the Department of State constitutes a felony of the third degree as provided in Section 817.155 of the Florida Statutes.

Date: January 30, 2015



Katheryn M. Pearce, Incorporator