

716013

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2019  
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EFFECTIVE DATE

NOV. 15, 2019

cc/cus  
Amended/Restated  
Name chg

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Sunrise Community, Inc.  
9040 Sunset Drive  
Miami, FL 33173  
T 305.596.9040  
F 305.598.8240  
[www.sunrisegroup.org](http://www.sunrisegroup.org)

November 7, 2019

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Work Oriented Rehabilitation Center, Inc. (716013) name change to  
Sunrise Community of Northeast Florida, Inc.

Good afternoon,

Please find attached 2 original copies of Amended and Restated Articles of Incorporation Renaming Work Oriented Rehabilitation Center, Inc. to Sunrise Community of Northeast Florida, Inc. We are requesting that this change be effective as of November 15, 2019. If a different effective date is required, please just let me know.

I have attached our check in the amount of \$52.50 for the filing fee, Certificate of Status and a certified copy of the Amended and Restated Articles. If there is anything I may have missed, please let me know.

If there are any questions or additional items needed, please contact me at [spotter@sunrisegroup.org](mailto:spotter@sunrisegroup.org) or via phone at 305-273-3013.

Thank you in advance for processing our request.

Sincerely,

Sherri L. Potter  
Assistant Secretary

**EFFECTIVE DATE**  
Nov. 15, 2019

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

Work Oriented Rehabilitation Center, Inc.  
(a Florida Not-for-Profit Corporation)

Herein renamed  
**Sunrise Community of Northeast Florida, Inc.**

These Amended and Restated Articles of Incorporation were approved unanimously by the Members and Directors of **Sunrise Community of Northeast Florida, Inc.** at a meeting called expressly for that purpose on November 7, 2019 and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval.

**ARTICLE I - Name**

The name of this corporation (the "Corporation") is Sunrise Community of Northeast Florida, Inc.

**ARTICLE II**

The existence of this Corporation commenced on the February 7, 1969 The duration of the Corporation shall be perpetual.

**ARTICLE III - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business for the Corporation is:  
1100 Jimmy Ann Drive  
Daytona Beach, FL 32117

The mailing address of this Corporation shall be:  
9040 Sunset Drive  
Miami, FL 33173

**ARTICLE IV - PURPOSE**

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the Corporation are as follows:

A. This Corporation is a Corporation not for profit as defined in the Florida Not-for-Profit Corporation Act. The Corporation is not formed for pecuniary profit.

B. This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Internal Revenue Code Section 501(c)(3).

C. This Corporation is authorized to engage in any lawful activity for which not for profit corporations may be organized under the laws of the State of Florida and shall have all the powers vested in a not for profit corporation organized under and existing by virtue of the laws of the State of Florida consistent with the purposes in Paragraph B, above.

#### **ARTICLE V - LIMITATION**

A. No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to its Members, Nonvoting Members, Directors or Officers, other private individuals, or organizations organized and operated for a profit; provided, however, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof, to the extent permitted by law.

B. Notwithstanding any other provision in these Articles, the Corporation shall not carry on any activities not permitted to be carried out by (a) an organization exempt from federal income tax under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3); and (b) an organization described in the Internal Revenue Code Section 509(a)(1),(2), or (3) (as the case may be); and/or (c) by an organization, contributions to which are deductible under Internal Revenue Code Sections 170(c)(2), 2055(a)(2), or 2522(a)(2).

C. No substantial part of the activities of the Corporation shall be the carrying on or 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 public office.

#### **ARTICLE VI - MEMBERS**

The members shall have such members as are specified in the bylaws of the Corporation.

#### **ARTICLE VII - REGISTERED OFFICE AND AGENT**

The street address of the registered office of this Corporation and the name of the registered agent of this Corporation at such address are as follows:

Zachary Wray  
9040 Sunset Drive  
Miami, Florida 33173

### **ARTICLE VIII - BOARD OF DIRECTORS**

The management of this Corporation shall be vested in a Board of Directors. The number of Directors constituting the current Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than three. The manner of election of Directors of the Corporation shall be provided in the By-Laws of the Corporation. The names and addresses of the current Directors of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
F. Joseph McMackin III	9040 Sunset Drive Miami, FL 33173
Gloria Wetherington	9040 Sunset Drive Miami, FL 33173
Kevin E. Vance	9040 Sunset Drive Miami, FL 33173

### **ARTICLE IX - DISSOLUTION**

In the event of dissolution or final liquidation of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the Corporation, distribute all the assets of the Corporation to one or more of the following categories of recipients as the Board of Directors of the Corporation shall determine:

(a) a not-for-profit organization or organizations which may have been created to succeed the Corporation as long as such organization or each such organization shall then qualify as a governmental unit under Internal Revenue Code Section 170(c) or as an organization exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3); and/or

(b) a not-for-profit organization or organizations having similar aims and objects as the Corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under Internal Revenue Code Section 170(c) or as an organization exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3).

**ARTICLE X - RESTATEMENT OF PRIOR ARTICLES OF INCORPORATION**

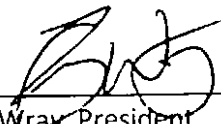
Provisions of the original Articles of Incorporation regarding commencement of corporate existence and any other provision required by law to be retained or included in Articles of Incorporation are restated and all other portions of the original Articles of Incorporation and amendments thereto are hereby deleted.

**ARTICLE XI - INDEMNIFICATION**

This Corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

These Amended and Restated Articles of Incorporation were duly adopted by a majority vote of the Directors and Members present at the special meeting held **November 7, 2019**. The Amended and Restated Articles are hereby adopted this **7th** day of **November, 2019**, with an effective date of **November 15, 2019**.

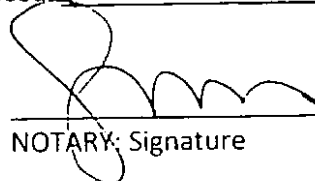
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this **7th** day of **November, 2019, Effective as of 12:01 AM, November 15, 2019**, or if later, the date of filing with the Florida Secretary of State.

  
\_\_\_\_\_  
Zach Wray, President

STATE OF FLORIDA  
COUNTY OF Miami-Dade

The foregoing Articles of Incorporation were SWORN TO AND SUBSCRIBED BEFORE me this 7th of November 2019 by Zachary Wray, who is personally know to me \_\_\_\_\_ or Produced Identification \_\_\_\_\_. Type of Identification Produced: Florida Drivers License

Lidia Rebellon Lumpkin  
NOTARY: Print name  
My Commission Expires:

  
\_\_\_\_\_  
NOTARY: Signature

