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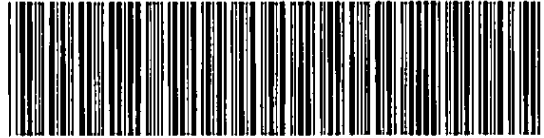
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COVER LETTER

TO: Amendment Section
Division of Corporations

Hallandale Scholarship Fund, Inc.
NAME OF CORPORATION: _____

717172
DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Susan Mandel

(Name of Contact Person)

Hallandale Scholarship Fund, Inc.

(Firm/ Company)

P.O. Box 1331

(Address)

Hallandale Beach, FL 33008

(City/ State and Zip Code)

hallandalescholarshipfund@gmail.com

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

For further information concerning this matter, please call:

Anthony S. Adelson

954

458-9238 Ext 1000

at

(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:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF**

**HALLANDALE SCHOLARSHIP FUND, INC.
(A Corporation Not for Profit)**

2022 JUN 21 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FL

Pursuant to the provisions of Section 617.1002 and 617.1007 of the Florida Statutes and Article Twelfth of the Restated Articles of Incorporation of the HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC. (a Corporation Not for Profit), (hereinafter referred to as the "Corporation"), the Corporation hereby amends and restates the Articles of Incorporation of the HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC. (a Corporation Not for Profit), Document Number 717172, in their entirety, and states:

First: The Name of the Corporation is HALLANDALE SCHOLARSHIP FUND, INC.

Second: The street address of the Corporation is 750 E Cocoplum Circle, #5, Plantation FL 33324 and its mailing address is P.O. Box 1331, Hallandale Beach, FL 33008.

Third: The registered office of the Corporation is 501 Golden Isles Drive, #102, Hallandale Beach, FL 33009 and the registered agent at that address is Anthony Adelson.

Fourth: The Corporation is a not-for-profit corporation organized to encourage, aid and assist student residents of the City of Hallandale Beach, Florida to further their pursuit of Higher Education in all its forms including that offered by two year and four year colleges and universities and by technical schools. This shall include

but not limited to, providing scholarship awards in the form of grants of financial aid to encourage students in need of such aid to pursue Higher Education. The Corporation is further organized for the purpose of performing all acts and doing all things deemed necessary or desirable to further such purpose, and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as is, or may in the future be, permitted by the laws of the State of Florida. All funds of the Corporation and any monies from its operation shall be used in the furtherance of the objectives set forth above, and no benefits shall inure to any private parties, except benefits incidental to the objectives of the Corporation. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

Fifth: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's directors, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. Except as otherwise provided in the Corporation's Bylaws, no director or officer shall

be entitled to compensation for services rendered. All distributions by the Corporation must be in accordance with the Corporation's exempt purpose.

Sixth: The Corporation currently has the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of the Code. These Articles shall be construed accordingly, and all power and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the Code. Further, the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Seventh: The Corporation shall not have members. All rights granted to members under the law, the Restated Articles of Incorporation or the previously Amended By-laws of the Corporation shall be vested in the Board of Directors.

Eighth: The Duration of this Corporation shall be perpetual.

Ninth: The business affairs of this Corporation shall be managed by the Board of Directors, who shall be elected annually by then incumbent Directors under the terms and conditions as provided in the Bylaws. The initial number of Directors upon the adoption of these Amended and Restated Articles of Incorporation shall be nine

(9). However, the Board of Directors may raise and lower the number of Directors in the manner set forth in the Bylaws.

Tenth: The Board of Directors of this Corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice the Bylaws may be amended, altered or rescinded by a majority vote of the entire Board of Directors at any regular meeting or any special meeting called for that purpose.

Eleventh: The affirmative vote of a majority of all of the Directors shall be required to adopt or approve the following actions:

- (i) Liquidation or dissolution of the Corporation;
- (ii) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- (iii) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or Bylaws of the Corporation or adoption of new Articles of Incorporation or Bylaws.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for

charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit court in Broward County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

IN WITNESS WHEREOF, the undersigned has executed this instrument the
26th day of Oct, 2021.



JEFFREY GREAYER, President
HALLANDALE SCHOLARSHIP FUND, INC.

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process of the above-stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.



ANTHONY ADELSON

CERTIFICATION

Pursuant to Section 617.1007(3) of the Florida Statutes, the Corporation hereby certifies:

1) HALLANDALE SCHOLARSHIP FUND, INC., has amended and restated its Articles of Incorporation in an action that requires the approval of its Board of Directors. The text of the Amended and Restated Articles of Incorporation is set forth above.

2) The Amended and Restated Articles of Incorporation were adopted on October 26, 2021, by the Board of Directors and the number of votes cast was sufficient for approval.



JEFFREY GREAYER, President
HALLANDALE SCHOLARSHIP FUND, INC.

jb.hsf amended and restated articles