

717514

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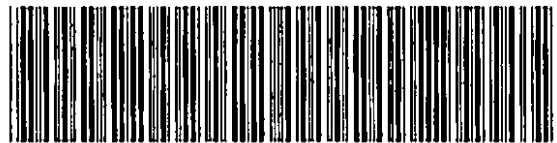
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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: COLONIAL HILLS CIVIC ASSOCIATION, INC.

DOCUMENT NUMBER: 717514

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

Please return all correspondence concerning this matter to the following:

ALFRED W. TORRENCE, JR.

(Name of Contact Person)

THORNTON & TORRENCE, P.A.

(Firm/ Company)

7632 MASSACHUSETTS AVE.

(Address)

NEW PORT RICHEY, FL 34653

(City/ State and Zip Code)

kelly@getinvolvedchca.com

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

For further information concerning this matter, please call:

ALFRED W. TORRENCE, JR.

727

845-6224

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:

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| <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

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
COLONIAL HILLS CIVIC ASSOCIATION, INC.

Pursuant to the Florida Not for Profit Corporation Act, the undersigned Corporation, under Articles of Incorporation filed on November 6, 1969, pursuant to resolutions duly adopted by its members and its Board of Directors, hereby amends its Articles of Incorporation and further restates the same as follows:

ARTICLE 1: NAME AND ADDRESS

The name and address of the Corporation shall be COLONIAL HILLS CIVIC ASSOCIATION, INC. at 3336 Grand Boulevard, Suite 101, Holiday, FL 34690.

ARTICLE 2: CORPORATE PURPOSE

The Corporation is organized exclusively for social welfare purposes within the meaning of section 501(c) (4) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law. More specifically, the Corporation is organized for the purpose of improving, developing and beautifying the Pasco County Florida Colonial Hills area, providing the general welfare and social activities of the community and making Colonial Hills a more desirable place of residence.

ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted corporations not for profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations. In addition, thereto, the following restrictions shall pertain:

3.01 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures in furtherance of the purposes set forth in Article 2 hereof.

3.02 Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986 and its regulations or the corresponding provision of any future United States Internal Revenue law, or by a corporation organized under Florida Statute Chapter 617.

ARTICLE 4: DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence, unless terminated by due process of law.

ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then 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 6: MEMBERS

6.01 Membership. The Corporation shall have no voting members.

ARTICLE 7: OFFICERS

8.01 Defined. The affairs of the Corporation shall be managed by a president, vice-president, a secretary, and a treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the bylaws.

8.02 Election. Officers of the Corporation shall be elected in the manner provided for in the bylaws. All officers shall continue to serve until the election of their successors or their resignation, whichever comes first.

ARTICLE 8: BOARD OF DIRECTORS

9.01 The Corporation shall be governed by a Board of Directors elected in the manner provided for in the bylaws. The Board of Directors may be increased or decreased as provided in the bylaws but in no case shall the number of Directors be less than three.

ARTICLE 9: ADOPTION AND AMENDMENT OF BYLAWS

The bylaws of the Corporation shall be adopted by the Board of Directors. The bylaws may thereafter be amended by a majority vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed bylaw amendment is furnished to each Director at least five days prior to such meeting.

**ARTICLE 10: DEFENSE AND INDEMNIFICATION OF
OFFICERS AND DIRECTORS**

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

ARTICLE 11: AMENDMENT OF ARTICLES OF INCORPORATION

Amendments of the Articles of Incorporation shall be adopted by a two-thirds vote of all directors at any regular or special meeting at which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments is furnished each member not less than ten days prior to such meeting.

The foregoing restated Articles of Incorporation restate, integrate and amend the provisions of the Corporation's Articles of Incorporation as theretofore amended, and with the exception of new amendments included herein and omitted matters of historical significance only, there is no discrepancy between these provisions and the provisions of the restated Articles of Incorporation.

The amendments and restatement were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

The amendments and restatement were unanimously adopted by the board of directors.

DATED this 13 day of March, 2018.

COLONIAL HILLS CIVIC ASSOCIATION, INC.

By: Kelly Miller
Kelly Miller, President