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T. LEWIS

BETHEL COMMUNITY HEIGHTS, INC.
221 37TH STREET SOUTH
ST PETERSBURG, FLORIDA 33711
(813) 850-1975

December 10, 2012

VIA UNITED POSTAL SERVICE EXPRESS MAIL

Division of Corporation
PO Box 6327
Tallahassee, Florida 32314

Re: **Bethel Community Heights, Inc.**

Reference Number: 717861

Enclosed are the amended and restated Articles of Incorporation for the above referenced corporation. Additionally, please forward a certified copy in the enclosed pre-addressed and postage Express Mail envelope.

Should you have any questions, please contact the undersigned at (813) 850-1975.

Sincerely,

A handwritten signature in cursive script, appearing to read "Norris Brothers".

Norris Brothers, President

Enclosure:

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BETHEL COMMUNITY HEIGHTS, INC.

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ARTICLE ONE
NAME AND OFFICE

SECTION 1. THE NAME OF THE CORPORATION SHALL BE BETHEL COMMUNITY HEIGHTS, INC., A NON-PROFIT FLORIDA CORPORATION.

SECTION 2. THE INITIAL REGISTERED OFFICE OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE AT 221 37th STREET SOUTH, ST. PETERSBURG FLORIDA 33711, PINELLAS COUNTY.

ARTICLE TWO
PURPOSE AND POWER

The purpose for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

a) To provide, on a nonprofit basis, housing for low and moderate income families and families displaced from urban renewal areas or as a result of governmental action, where no adequate housing exists, for such groups, pursuant to Section 221 (d) (3) of the National Housing Act, as amended.

b) The Board of Directors is irrevocable dedicated to, and operated exclusively for, nonprofit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

The Corporation is empowered to:

a) Buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to provision of such housing as described in Article II hereof.

b) Borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other liens on the Corporation's property.

c) Do and perform all acts reasonable necessary to accomplish the purposes of the Corporation, including the execution of a Regulatory Agreement with the Federal Housing Commissioner and of such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the Corporation, its successors and assign, so long as a mortgage on the Corporation's property is insured or held by the Federal Housing Commissioners.

d) In the event of the dissolution of the Corporation or the winding up of its affairs, the Corporation's property shall not be conveyed or distributed to any individual, or organization created or operated for profit, but shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the Corporation;

PROVIDED, however, that the Corporation shall at all times have the power to convey any or all of its property to the Federal Housing Commissioners or its member.

ARTICLE THREE
MEMBERSHIP

Membership in the Corporation shall, include individuals who are citizens of the County of Pinellas, St Petersburg Florida.

ARTICLE FOUR

SECTION I. Special meetings of the corporation may be held at the call of the President or by the written request of at least three (3) members of the Board of Directors, Providing three (3) days' notice is given the membership in advance of any such special meeting.

ARTICLE FIVE
QUORUM

A majority of the members in attendance at any meeting of the Corporation shall constitute a quorum.

ARTICLE SIX
VOTING

Every member shall have the right and be entitled to one vote, in person, at any meeting of the Corporation.

ARTICLE SEVEN
BOARD OF DIRECTORS

SECTION I. MEMBERSHIP AND DUTIES. The business and affairs of the corporation and the general policies to be followed by the corporation shall be the responsibility of the Board of Directors, which shall consist of nine (9) members.

SECTION 2. TERMS OF OFFICE. Directors shall hold office for a period of 2 years without an election by the Board of Directors or are terminated as a result of a violation or lack of attendance.

SECTION 3. MONTHLY REGULAR AND SPECIAL MEETING. Regular meetings shall be held monthly. Special meetings of the board shall be held on call of the president, or upon the call, in writing, of any three (3) members of the board of directors.

SECTION 4. QUORUM. A majority of the board of directors shall be necessary at any meeting to constitute a quorum.

SECTION 5. NOTICE. Notices of any meeting shall be given at least three (3) days prior to any such meeting, except special meeting called by the President, one day notice shall be sufficient.

SECTION 6. VACANCIES. Vacancies in the Board of Directors shall be filled by the remaining directors at the next regular meeting at which time the membership shall elect a replacement to fulfill the one unexpired term caused by such vacancy.

ARTICLE EIGHT **OFFICERS**

SECTION 1. OFFICERS. The Executive officers of the corporation shall consist of a president, vice-president, secretary and treasurer.

SECTION 2. DUTIES. The duties of the officers shall be such as usually pertain to their respective positions.

SECTION 3. HOW ELECTED. The officers shall be elected by the board of directors of the corporation.

SECTION 4. QUALIFICATIONS. The officers shall be members of the board of directors of the corporation.

SECTION 5. TERM OF OFFICE. Officers shall hold their office for a term of two years or until their successors are duly elected.

SECTION 6. ATTENDANCE OF REGULAR MEETINGS OF THE BOARD. All members must attend regular meetings. The Board may excuse a member for not attending. However, should a member have three excuse absences the Board may vote to remove said member.

ARTICLE NINE

SECTION 1. NOMINATING COMMITTEE.

The President with the advice and consent of the Board of Directors shall name a nominating committee. Such committee shall therefore meet submit a slate of nominees for membership as aforesaid at the regular meeting.

SECTION 2. OTHER COMMITTEES. The Board of Directors shall have such standing and other committees as may from time to time as authorized by the Board of Directors.

SECTION 3. SPECIAL COMMITTEE. The President, may from time to time, appoint temporary or Special Committees.

ARTICLE TEN **FISCAL YEAR**

The fiscal year of the corporation shall begin on the October 1st, of each year.

ARTICLE ELEVEN **RULES OF ORDER**


"ROBERT'S RULES OF ORDER," as revised, shall be the parliamentary authority for all matters of procedure not specifically covered by these BY-LAWS.

ARTICLE TWELVE
AMENDMENTS

The BY-LAWS of this corporation may be amended, altered or rescinded by a two-third majority of the Board of Directors.

Effective: November 26, 2012


Norris Brothers, President


David McEachern, Vice President

**CERTIFICATE TO APPROVE THE AMENDED AND
RESTATED ARTICLES OF INCORPORATION**

**The Amended and Restated Articles of Incorporation was adopted by the Board of Directors
on November 26, 2012, and does not contain any amendment requiring member approval.**

Bethel Community Helghts, Inc.


NORRIS BROTHERS, PRESIDENT

**CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, desiring to amend and restate its Articles of Incorporation under the laws of the State of Florida, hereby designate Norris Brothers, President, of 221 37th Street South, St. Petersburg Florida, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above names corporation, at the place designated above, and agrees to comply with the provision of Section 48.091(2), Florida Statutes relatives to maintaining an office for the service of process.

Norris Brothers
Norris Brothers, President

David McEachern
David McEachern, Vice President

STATE OF FLORIDA

COUNTY OF PINELLAS

Before we, the undersigned authority, personally appeared the Incorporators described in this foregoing Articles of Incorporation, and acknowledge before me that they executed the same for the purposes therein expressed.

Personally before me appeared Norris Brothers Norris Brothers, President and
David McEachern David McEachern, Vice President of Bethel Community Heights, Inc.
on this 10th Day of December 2012.

Notary:

WITNESS MY HAD AND OFFICIAL SEAL.

G. Faye McElroy
Notary Signature

8/17/2016
Commission Expiration Date

Printed Name Place Seal Here

G. Faye McElroy

