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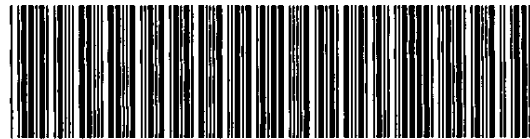
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 09 2016

T. LEMEUX

As restated

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida State College at Jacksonville Foundation, Inc

DOCUMENT NUMBER: 722946

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

Please return all correspondence concerning this matter to the following:

Stephanie Fisher

(Name of Contact Person)

Florida State College at Jacksonville Foundation, Inc.
(Firm/ Company)

501 West State Street Suite 104
(Address)

Jacksonville, FL 32202
(City/ State and Zip Code)

S. Fisher@fscj.edu

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

For further information concerning this matter, please call:

Stephanie Fisher at 904-361-6222
(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:

- | | | | |
|---|--|---|--|
| <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

**The Amended and Restated
Articles of Incorporation
of
Florida State College at Jacksonville Foundation, Inc.**

We, whose names are affixed hereto, do hereby associate ourselves together for the purposes of forming a corporation not for profit under the laws of the State of Florida and under the following Articles of Incorporation:

Article I

The name of this corporation is Florida State College at Jacksonville Foundation, Inc.

Article II

The purposes for which this corporation is organized are as follows:

- a) Florida State College at Jacksonville Foundation, Inc. (the "Foundation") is a "*Florida College System Institution Direct Support Organization*" as purposed under FS. 1004.70, incorporated as a Florida "Corporation Not-for-Profit" under the provisions of Chapter 617, Florida Statutes, and "Certified" by the *District Board of Trustees of Florida State College at Jacksonville* (the "District Board of Trustees" or "College") to receive, hold, muster, invest, and administer property, and to make expenditures to or for the exclusive benefit of Florida State College at Jacksonville.
- b) The exercise of any one or more of the powers, duties or responsibilities of the corporation shall be done in the furtherance of the exempt purposes of the corporation as provided under the Internal Revenue Code of the United States.

Article III

The principal office of the corporation in the State of Florida is:

Florida State College at Jacksonville Foundation, Inc.
501 West State Street, Suite 104
Jacksonville, Florida 32202

The resident agent and address for the corporation is:

General Counsel
Florida State College at Jacksonville
501 West State Street, Suite 403
Jacksonville, Florida 32202

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TALLAHASSEE, FLORIDA

The Board of Directors may from time to time move the principal office to any other address in Florida.

Article IV

The membership of the corporation shall consist of the individuals constituting the Board of Directors.

Article V

The corporation shall have perpetual existence. If the corporation should be dissolved, all of its assets shall be distributed to Florida State College at Jacksonville or its successors.

Article VI

Section 1. Board of Directors

The affairs of the Foundation shall be managed by a Board of Directors of not less than fifteen (15) members. Their number, qualifications, terms of office and manner of selection shall be fixed in the Bylaws.

Section 2. Executive Committee

The Board of Directors may provide for the formation of an Executive Committee. The authority of the Executive Committee shall be as prescribed in the Bylaws of the corporation.

Section 3. Officers

The officers of the corporation shall be the officers of the Board of Directors, the College President, and the corporation's Executive Director.


Article VII

These amended Articles of Incorporation may be revised or amended at any regular or special meeting of the Board of Directors, where a quorum has been established, by a 2/3rd (66%) majority vote of the members present and voting.

Article VIII

The Bylaws of the corporation are to be made, altered or rescinded by the Board of Directors in the manner set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned Chair and Secretary, do make and file these amended and restated Articles of Incorporation of Florida State College at Jacksonville Foundation, Inc., a corporation not-for-profit, formed pursuant to Chapter 617, Florida Statutes, by declaring and certifying that the facts herein stated are true. These amended and restated Articles of Incorporation were adopted by the membership on the corporation on this 21st day of September, 2016. The number of votes cast were sufficient for approval.

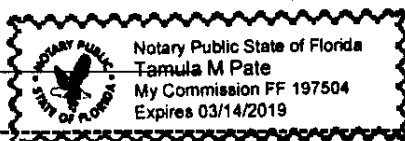

Jeff Edwards
Chair


STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 21 day of February, 2017, by Jeff Edwards, the Chair of Florida State College at Jacksonville Foundation, Inc., a Florida corporation not-for-profit, on behalf of the corporation.


Notary Public, State of Florida

My Commission Expires:




Velma Monteiro-Tribble
Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 22nd day of FEBRUARY, 2017, by Velma Monteiro-Tribble, the Secretary of Florida State College at Jacksonville Foundation, Inc., a Florida corporation not-for-profit, on behalf of the corporation.


Notary Public, State of Florida

My Commission Expires: JUN 7, 2020

