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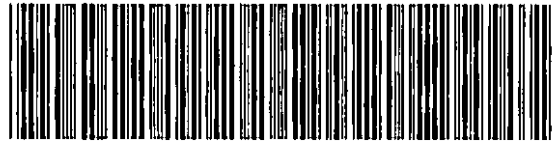
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SECRETARY OF STATE
CORPORATIONS
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COVER LETTER

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

SUBJECT: Girls, Inc. of Sarasota

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☒ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: A. James Rolfes

Name (Printed or typed)

401 N. Cattlemen Road, Suite 300

Address

Sarasota, Florida 34232

City, State & Zip

941-552-4636

Daytime Telephone number

jrolfes@dglawyers.com

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

NOTE: Please provide the original and one copy of the document.

**RESTATED ARTICLES OF INCORPORATION
OF
GIRLS INC. OF SARASOTA COUNTY**

In compliance with Florida Statutes Chapter 617, Corporations Not For Profit

ARTICLE I - NAME

The name of the Corporation shall be GIRLS INC. OF SARASOTA COUNTY.

ARTICLE II - PRINCIPAL OFFICE

The principal street and mailing address of the Corporation is:

201 South Tuttle Avenue
Sarasota, Florida 34237

ARTICLE III - PURPOSE

The purpose for which Girls Inc. of Sarasota County (the "Corporation") is organized is exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (the "Code") or corresponding section of future federal tax code. Specifically the Corporation is a local affiliate of a national nonprofit youth organization that supports and inspires girls in their development, including but not limited to academics, health and fitness, and life skills.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons except that the Corporation shall be authorized to pay reasonable and fair market compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.

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.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation except as may be permitted pursuant to Section 501(h) of the Code.

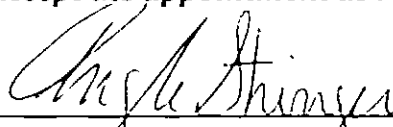
ARTICLE IV - MANNER OF ELECTION

The manner in which directors are elected is as specified in the bylaws.

ARTICLE V – REGISTERED AGENT

Name: Angela Stringer
Address: 201 South Tuttle Avenue
Sarasota, Florida 34237

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Registered Agent

3/28/22

Date

ARTICLE VI – ORIGINAL INCORPORATORS

The names and addresses of the original incorporators (November 1973) are:

Lydia Brummer	P.O. Box 6, Sarasota, Florida 33578
Delores Dry	1670 – 27 th Street, Sarasota, Florida 22580
Harriett Shattuck	P.O. Box 308, Sarasota, Florida 33578
Robert A. Kimbrough	1715 South Drive, Sarasota, Florida 33579

ARTICLE VII – DISSOLUTION

Upon dissolution of this Corporation all assets remaining after payment of all debts and expenses of dissolution shall be distributed to a) an organization or organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of future federal tax code, or to b) the federal government, or to a state or local government for a public purpose. Any of such assets not so disposed by the board of directors shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is located. Disposal shall be made exclusively for exempt or public purposes, or be made to such organization or organizations as the court shall determine to be organized exclusively for such purposes.

ARTICLE VIII – AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by resolution adopted by the affirmative vote of a two-thirds majority of currently seated directors at a duly called meeting for which a quorum has been established and is present. Written content of the proposed amendments must be distributed at least ten (10) days in advance with the meeting packet.

ARTICLE IX - ARTICLE CONSOLIDATION

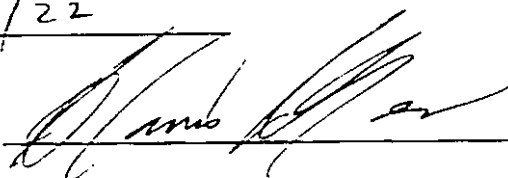
These adopted restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

ARTICLE X - REQUIRED ADOPTION INFORMATION

There are no members required to provide approval of amendments included in this restatement. These restated Articles of Incorporation were adopted by the board of directors.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

DATED: 3/30/22

SIGNATURE OF OFFICER: 

Anthony James Rolfe
(Typed or printed name of person signing)

Secretary
(Title of person signing)

**RESOLUTION RESTATING THE ARTICLES OF INCORPORATION OF
GIRLS INC. OF SARASOTA COUNTY**

WHEREAS, Girls Inc. of Sarasota County is a 501(c)(3) nonprofit corporation that operates as an affiliate of the Girls Inc. national organization; and

WHEREAS, the Articles of Incorporation of this corporation were originally filed and certified by the State of Florida on November 27, 1973; and

WHEREAS, the Articles of Incorporation were amended in part on June 8, 1990 to change the corporation's name; and

WHEREAS, the Board of Directors wishes to restate the name of the corporation and update other provisions; and

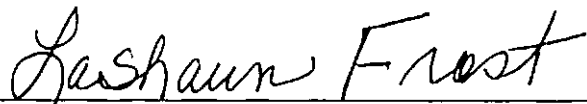
WHEREAS, Florida Statutes Chapter 617 permits nonprofit corporations to amend and restate the Articles of Incorporation into a consolidated instrument; and

WHEREAS, the Board of Directors is authorized to amend the Articles of Incorporation of the corporation by majority vote of those present at a duly called meeting at which a quorum is present with ten days advance notice of the amendment language to be considered; therefore let it be

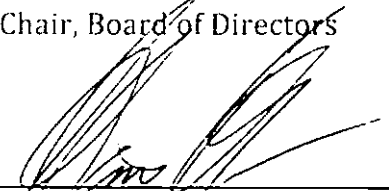
RESOLVED, that the restated Articles of Incorporation set forth in Exhibit A appended hereto is adopted; and let it be further

RESOLVED, that the Board Chair and Secretary are authorized and directed to execute said certificate and to file the executed certificate with the Florida Department of State.

Adopted by the Board of Directors of Girls Inc. of Sarasota County on March 24, 2022.



LaShawn Frost
Chair, Board of Directors



James Rolfes
Secretary, Board of Directors