

730447

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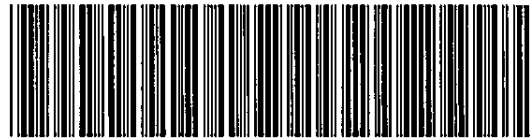
(Business Entity Name)

(Document Number)

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Amended

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 29, 2014

MARY ANNE ANDERS
4830 WALLER STREET
JACKSONVILLE, FL 32254

*All charges made and
enclosed check for \$35.00 +
\$8.75 for a certified copy.*

SUBJECT: RETIRED EMPLOYEES OF THE CONSOLIDATED CITY OF
JACKSONVILLE, INC.
Ref. Number: 730447

We have received your document for RETIRED EMPLOYEES OF THE CONSOLIDATED CITY OF JACKSONVILLE, INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$35.00.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The current name of the entity is as referenced above. Please correct your document accordingly. ✓

Bylaws are not filed with this office. Please retain them for your records. ✓

The incorporator(s) cannot be amended or changed. Please correct your document accordingly. ✓

IF THE REGISTERED AGENT & OFFICE IS BEING CHANGED, PLEASE LIST THE NAME OF THE PERSON BEING DESIGNATED AS THE REGISTERED AGENT. ✓

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature. ✓

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell
Regulatory Specialist III

Letter Number: 114A00016233

Retired Employees of the
Consolidated City of Jacksonville
4830 Waller Street
Jacksonville, FL 32254

Florida Department of State
Division of Corporations
P.O. Box 6198
Tallahassee, FL 32314

Subject: Retired Employees of the Consolidated City of Jacksonville
Ref. Number 730447

Dear Sir:

Please find enclosed corrected document as per your instruction in your letter dated July 29, 2014. Also enclosed is a check in the amount of \$43.75 to cover the \$35.00 fee to file the articles of amendment and \$8.75 charge for certified copies of the document.

Thank you for your assistance in this matter.

Very truly yours,



Mary Anne Anders
Secretary

MAA/hs
Enclosures

REVISED 3-14-2014

FIRST AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RETIRED EMPLOYEES OF THE CONSOLIDATED
CITY OF JACKSONVILLE, INC.

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RECITALS

The undersigned, as Secretary of Retired Employees of the Consolidated City of Jacksonville, Inc., (Corporation) does hereby certify that:

The original Articles of Incorporation of the Corporation were filed on August 15, 1974 with the Florida Secretary of State; and,

On March 20, 2014, the members of the Corporation voted to amend and restate the Articles of Incorporation as provided in Article X of the current Articles of Incorporation by a vote of a majority of such members present at the regular meeting.

These amended and restated Articles of Incorporation have been adopted pursuant to Section 617.1004(4), Florida Statutes, and there are no discrepancies between the Corporations Articles of Incorporation and these amended and restated Articles of Incorporation other than inclusion of these amendments and other matters of historic interest.

NOW, THEREFORE, it is resolved that the Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I

Name

The name of this corporation is Retired Employees of the Consolidated City of Jacksonville, Inc., and its principal place of business and mailing address is 4830 Waller Street, Jacksonville, Florida 32254.

ARTICLE II

Enabling Law

This corporation is organized pursuant to the Florida Not-for-Profit Corporation Act.

Article III

Purpose and Nature

The purpose for which this Corporation is organized is to provide an association:

- (a) For persons meeting the membership requirements as set forth in Article IV;
- (b) To promote, protect, and enforce the pension rights of its members as retired persons receiving a pension payment from the consolidated city of Jacksonville;
- (c) To promote social activities for the advancement and interest of its members and to foster, develop and promote social interaction and fraternity among its members;
- (d) To receive and maintain funds and apply the same to promote the purposes and the objectives of the Corporation;
- (e) To promote goodwill, harmony, fellowship and such projects as the Corporation deems appropriate to further benefits for its members;
- (f) To provide that the Corporation, upon approval of the Board of Directors, may acquire, hold and own land, building sites and structures to be used as a meeting place for the transaction of the business of the Corporation in accordance with these By-laws, and to equip such meeting place with furniture and equipment as necessary;
- (g) Upon approval of the Board of Directors, to acquire by lease, grant, or purchase and to build, construct, and develop facilities and devices for the use exclusively of the membership of the Corporation and their guests, as shall be authorized by the Corporation:
- (h) To levy, assess, charge or collect dues from the membership and to do all things necessary, incidental to or required to carry out the general nature and purpose for which this Corporation is organized; and,
- (i) To lobby and advocate before governmental agencies on behalf of the membership to preserve and enhance their benefits.

ARTICLE IV

Membership

SECTION 1. Members. Any person who has retired from active employment with the Consolidated City of Jacksonville, any of its predecessor governments or any of its independent agencies and who is receiving a pension payment from any pension plan in effect at the time of that person's active employment shall be eligible for membership in the Corporation.

Any person meeting these requirements for membership or the spouse of any deceased person that was a member or that could have qualified as a member shall be admitted as a member of this Corporation.

SECTION 2. Other members. The By-Laws may provide for one or more classes of other members who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the By-Laws.

SECTION 3. Reinstatement of Membership - Any member who resigns from the Corporation or is dropped from the rolls may be reinstated to membership by complying fully with the terms and conditions of reinstatement prescribed in the By-Laws. Reinstatement of membership shall restore all rights and privileges in the Corporation.

SECTION 4. Dues. Each member of the Corporation shall pay dues in such amount and manner as may be determined by the Board of Directors.

ARTICLE V

Term of existence

This corporation shall have perpetual existence, unless it shall be dissolved pursuant to the laws of Florida and these Articles of Incorporation.

ARTICLE VI

Management

SECTION 1. A Board of Directors who shall serve without compensation shall manage the affairs of the Corporation. The number, qualifications and method of electing and removing directors shall be stated in the By-Laws. All members of the Board of Directors must be dues paying qualified members of the Corporation. Vacancies on the Board shall be filled in accordance with the procedure provided in the By-Laws.

SECTION 2. Officers. The officers of the Corporation shall be a President, First Vice-President, Second Vice-President, Secretary, Treasurer, Chaplain, Historian, and

REVISED 3-14-2014

Sergeant-at-Arms. The qualifications of officers, the time and manner of electing or appointing them, their duties and term of office, and the manner of removing officers shall be set out in the By-Laws. All officers must be dues paying qualified members of the Corporation.

ARTICLE VII

By-Laws and Amendments to Articles

The By-Laws of the Corporation shall be made, adopted, promulgated, altered, or rescinded, by a majority of the Board of Directors present at any regular meeting, provided the substance of a proposed amendment shall be submitted in writing at a regular meeting of the Board and same shall not be voted upon until the next regular meeting of the Board.

Amendments to the Articles of Incorporation may be proposed and adopted by a majority vote of the Board of Directors present at a regular meeting provided the substance of any proposed amendment(s) shall be submitted in writing and mailed to all the members of the Board at least thirty (30) days before a vote thereon and the same shall not be voted upon until proof of mailing of the proposed amendment(s) and compliance with the provision of this Article have been filed with the Secretary of the Corporation.

ARTICLE VIII

Annual Meetings

Annual meetings of this corporation shall be held as provided in the By-Laws hereof.

ARTICLE IX

Special Meetings

The Board of Directors shall have authority to call a special meeting of this corporation provided written notice stating the time, place and purpose of such special meeting is given to each member hereof at least five (5) days prior to such meeting. No business other than that noticed as the purpose shall be dealt with at the special meeting.

ARTICLE X

Incorporators

The incorporators of the Corporation are: J.D. Peacock, J.M. Saunders and Iris Parker.

ARTICLE XI

Registered Agent

The Corporation's registered office shall be its principal business address 4830 Waller Street, Jacksonville, Florida 32254. The Corporation hereby designates its General Counsel, Thomas R. Welch, to serve as its registered agent of the Corporation to accept service of process in this state and to serve in such capacity until a successor is selected and duly designated.

ARTICLE XII

Dissolution


The Corporation may be dissolved as provided by Florida Statutes, Chapter 617, Corporations Not-for-Profit Act.

The undersigned, constituting the Secretary of this Corporation has executed these First Amended and Restated Articles of Incorporation, this 1st day of September, 2014.


Mary Anne Anders, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared, to me well known to be the person described as the Secretary of Retired Employees of the Consolidated City of Jacksonville, Inc., the Corporation, and who executed the foregoing First amended and restated Articles of Incorporation, and acknowledged before me that she executed this First amended and restated Articles of Incorporation.


Notary Public, Duval County, State of Florida
Dated this 1st day of September, 2014

KATHRYN S. LOONEY
Notary Public, State of Florida
My Comm. Expires March 11, 2016
Commission No. EE 163119

ACCEPTANCE OF REGISTERED AGENT

I, Thomas R. Welch, am familiar with and do hereby accept the duties and responsibilities as registered agent for said corporation being the Retired Employees of the City of Jacksonville, Inc.


Thomas R. Welch, Registered Agent