(Red	questor's Name)		
(Add	dress)		
(Add	dress)		
(City/State/Zip/Phone #)			
PICK-UP	☐ WAIT	MAIL	
(Bu	siness Entity Nar	ne)	
(Do	cument Number)		
Certified Copies	_ Certificates	s of Status	
Special Instructions to	Filing Officer:		

Office Use Only



800260208518

05/19/14--01046--008 **35.00

Amended + Prestated

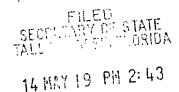
T. CARTER

COVER LETTER

TO: Amendment Section

Division of Corporations United Methodist Cooperative Ministries/Suncoast, Inc. NAME OF CORPORATION: The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Pamela S. Qualls (Name of Contact Person) United Methodist Cooperative Ministries/Suncoast, Inc. 403 1st Avenue SW, Suite 102 Largo, FL 33770 (City/ State and Zip Code) pqualls@umcmsuncoast.org E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Pamela Qualls (Name of Contact Person) Enclosed is a check for the following amount made payable to the Florida Department of State: ■ \$35 Filing Fee □\$43.75 Filing Fee & □\$43.75 Filing Fee & □\$52.50 Filing Fee Certificate of Status Certificate of Status Certified Copy (Additional copy is Certified Copy enclosed) (Additional Copy is Enclosed) Mailing Address Street Address Amendment Section Amendment Section Division of Corporations Division of Corporations P.O. Box 6327 Clifton Building Tallahassee, FL 32314 2661 Executive Center Circle

Tallahassee, FL 32301



AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

UNITED METHODIST COOPERATIVE MINISTRIES/SUNCOAST INC.

- 1. These Amended and Restated Articles of Incorporation are executed pursuant to the provisions of Section 617.007 of the Florida Not For Profit Corporation Act, as amended, such Amended and Restated Articles of Incorporation to be effective March 27, 2014.
- 2. These Amended and Restated Articles of Incorporation were duly adopted by the members of the Corporation on March 27, 2014. The number of votes cast for the amendment was sufficient for approval.
- 3. The following Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended, in their entirety and shall be the Articles of Incorporation of the Corporation.

ARTICLE I. NAME

The name of this Corporation shall be United Methodist Cooperative Ministries/Suncoast, Inc., and its office is located at 403 1st Avenue SW, Suite 102, Largo, Florida 33770.

ARTICLE II. PURPOSE

The object, general nature and purpose of this corporation, shall be:

- 1. In the Public Interest: To encourage and promote the material, social and spiritual well-being of the community, relate to all persons in their personal, social, economic, educational and spiritual needs, cooperate with community agencies, governmental authorities and churches in improving the quality of life in areas served, and to provide services which may accomplish the above listed purposes.
- 2. Exclusively for Exempt Purposes: This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(C) (3) of the federal Internal Revenue Code or corresponding section of any future federal tax code. Within such purposes this corporation shall be organized and operated exclusively to:
 - a. Receive, hold, invest and administer property and to make expenditures to or for the benefit of the charitable purposes within the meaning of section 501(c) (3) of the federal Internal Revenue Code . All such charitable purposes within the meaning of section 501(c)(3) of the federal Internal Revenue Code shall be for public rather than private purposes within the meaning of section 501 (c)(3) of the federal Internal Revenue Code.

- 3. Assets Dedicated to Exempt Purposes Only: 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 payments and distributions in furtherance of the purposes set forth in Article II, paragraph 1. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 4. <u>Distributions Only for Exempt Purposes Upon Dissolution:</u> Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or the 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 of 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 purpose.
- 5. No Discriminatory Purposes:
 - a. <u>Services</u>. No one will be denied rights, privileges, programs, activities, services or access to the facilities of the corporation on the basis of race, color, religion, sex, age, disability, or national origin.
 - b. <u>Employment</u>. Equal employment opportunities to all persons shall be provided regardless of race, color, religion, sex, age, disability, or national origin.
- 6. Not for Private Interests: This corporation shall not be organized or operated for the benefit of private interests.

ARTICLE III. MEMBERSHIP

The corporation may have such members as may be provided in the bylaws. If the bylaws provide for members, the bylaws shall also provide for rights and privileges of members.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE V. OFFICERS

The Corporation shall have such officers as provided for by the bylaws.

ARTICLE VI. BOARD OF DIRECTORS

- 1. <u>Manner of Selection:</u> The directors shall be elected as stated in the bylaws. The terms of all appointed directors shall be described in the bylaws.
- 2. <u>Number:</u> Subject to the number of directors required by chapter 617, Florida Statues, the number of directors shall be specified in or fixed in accordance with the bylaws.

ARTICLE VII. BY-LAWS

The Board shall adopt the By-Laws of the Corporation. The Board at any scheduled meeting shall approve all subsequent amendments. Any Amendments to the By-Laws must be approved by a majority vote at the next scheduled meeting after notification to all Board members of the proposed change.

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at the next scheduled meeting after notification to all Directors of the proposed change.

ARTICLE IX. RELATIONSHIPS

The Board, the officers and directors are accountable to the District, Florida Annual Conference, United Methodist Church and the District Superintendent. A slate of officers shall be presented to the District each year for approval. The employment of an Executive Director by the Board shall be done in consultation with and approval of the District Superintendent and in compliance with the Book of Discipline. An annual written report and budget shall be made and presented to the District. "District" shall refer to the District of the Florida Annual Conference, United Methodist Church in which the main office of the Corporation is located.

UNITED METHODIST COOPERATIVE MINISTRIES/SUNCOAST, INC.

By: Roseman lebel

The date	e date of each amendment(s) adoption: Warch 27, 2014 this document was signed.	, if other than the
Effe	(no more than 90 days after amendment file date)	_
Ado	option of Amendment(s) (<u>CHECK ONE</u>)	
	The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.	
	There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.	
	Dated May 13, 2014 Signature Rosenau Webel	
	(By the chairman or viee chairman of the board, president or other officer-if directors have not been selected, by an incorporator — if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)	
	Rosemary Uebel Roseman Hebel	
	(Typed or printed name of person signing)	
	Board Chair	
	(Title of person signing)	