

736915

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

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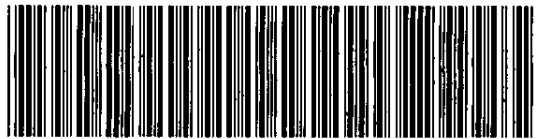
(Business Entity Name)

(Document Number)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
09 NOV 13 AM 9:36

Amended / cc
Restated
Name chg
11/14/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ARETE HOUSING CORPORATION

DOCUMENT NUMBER: 736915

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

Please return all correspondence concerning this matter to the following:

JAMES JIMENEZ

(Name of Contact Person)

GUIDA & JIMENEZ, PA

(Firm/ Company)

1302 W. SLIGH AVE

(Address)

TAMPA, FL 33604

(City/ State and Zip Code)

jaj@guidajimenez.com

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

For further information concerning this matter, please call:

James Jimenez

(Name of Contact Person)

at (813) 933-2336

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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

RECEIVED
2008 NOV 13 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARETE, INC.
13717 N. 42ND STREET
TAMPA, FL 33613

October 28, 2009

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

CERTIFICATE OF CORPORATE RESOLUTION

Dear Sir or Madam:

I, Michael Minberg, secretary of Arete, Inc., do hereby certify that at a duly constituted meeting of the Board of Directors of the Corporation held at the corporate headquarters at 13717 N. 42nd Street, Tampa, Florida 33613 on August 20, 2009, it was upon motion duly made and seconded, that the Board of Directors VOTED:

That the Articles of Incorporation of Arete, Inc. be amended and restated as attached. It was upon motion made and seconded that it be further VOTED:

That Secretary of the Corporation be empowered and directed to execute, deliver and accept any and all documents reasonably required to accomplish the foregoing vote, all on such terms and conditions as he in his discretion deems to be in the best interests of the Corporation.

I further certify that the foregoing votes are in full force without rescission, as modification or amendment. I further certify that it is not required for members to vote on amending the Articles of Incorporation

Sincerely,



Michael Minberg
Secretary
(813) 223-4680

Enclosure (1)



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2009

ARETE, INC.
30367 USF HOLLY DRIVE 2ND MAILING
TAMPA, FL 33620

SUBJECT: ARETE, INC.
Ref. Number: 736915

*pending
correct form*

We have received your document for ARETE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 909A00033273



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 19, 2009

ARETE, INC.
13717 N. 42ND STREET
TAMPA, FL 33613

SUBJECT: ARETE, INC.
Ref. Number: 736915

We have received your document for ARETE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 909A00033273

RECEIVED
2009 NOV -2 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

ARETE, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

736915

(Document Number of Corporation (if known))

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
09 NOV 13 AM 9:36

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

ARETE HOUSING CORPORATION

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc. " "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

NA

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

NA

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

NA

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

[illegible]

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

ARETE, INC

The provisions herein constitute the Restated and Amended Articles of Incorporation in accordance with Chapter 617 of the Florida Statutes and all acts amendatory thereto which govern not-for profit corporations. Further, as required by Florida Statutes the Board of Directors certify that the following:

ARTICLE I

Name

The name of this corporation shall be:

ARETE HOUSING CORPORATION

ARTICLE II

Principal Office

The principal office of this corporation shall be located at 13717 N. 42nd Street, Tampa, FL 33613. This corporation shall have the right to change such principal office from time to time, as provided in the By-Laws.

ARTICLE III

Purpose

The members of this corporation shall associate themselves together to form an association and society of alumni of the Phi Delta Theta Fraternity and/or Arete Fraternity, as a not-for-profit corporation. The purpose of which is to promote the Florida Epsilon Chapter of the Phi Delta Theta Fraternity and, to own real and personal property and allow the Florida Epsilon Chapter to use said property for student housing, academic education and the furtherance of their fraternal organization.

ARTICLE IV

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE V

Qualification of Members

The membership of this corporation shall be made up of persons who are alumni of Phi Delta Theta Fraternity or Arete Fraternity and in good standing with their respective fraternities as defined in the By-Laws.

ARTICLE VI

Officers

The officers of this corporation shall be a president, such number of vice-presidents, a secretary and/or treasurer, and such other officers as may be provided in the By-Laws.

ARTICLE VII

Board of Directors

The Board of Directors of this corporation shall consist of not less than three (3) and not more than ten (10) members, the exact number of directors to be fixed from time to time by the Directors of the Corporation by an affirmative vote of the members as provided in the By-Laws. At least one (1) and not more than three (3) Directors shall be represented by the President of the Active Chapter of Florida Epsilon Phi Delta Theta Fraternity, Vice President of Housing and a member at-large of the active chapter.

The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed. A quorum for the transaction of business at meetings of the directors shall be as defined in the By-Laws. An act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the By-Laws of this corporation, meetings of the directors may be held within or without the State of Florida.

ARTICLE VIII

By-Laws

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as it may be necessary from time to time.

The By-Laws of this corporation may be repealed, rescinded, altered or amended, either in whole or in part, upon written proposal submitted to the membership by any member two (2) weeks prior to the vote on said proposal. A majority vote of the membership shall be required to approve changes in the By-Laws.

ARTICLE IX

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute or the By-Laws.

ARTICLE X

Annual Meetings

The Board shall call an annual meeting of the membership at a time and place as prescribed by the By-Laws.

ARTICLE XI

Prohibited Activities

The Corporation is not organized for a pecuniary profit. Notwithstanding any other provision of the Articles, this Corporation will not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(7) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law

ARTICLE XII

Voting

All members in good standing as defined in the By-Laws will be eligible to vote at member meetings. The By-Laws shall govern the mechanism for voting.

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The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors as defined in the By-Laws. An act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the By-Laws of this corporation, meetings of the directors may be held within or without the State of Florida.

*DELETED FROM
ORIGINAL FILING*

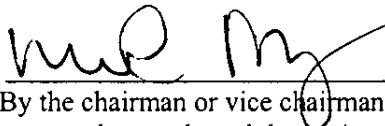
The date of each amendment(s) adoption: August 20, 2009
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ 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 8/20/2009

Signature 
(By the chairman or vice 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)

Michael Minberg
(Typed or printed name of person signing)

Secretary
(Title of person signing)