

739552

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

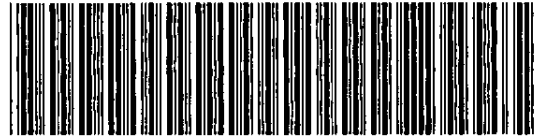
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2-22/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Glades Area Association for Retarded Citizens, Inc.

DOCUMENT NUMBER: 739552

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

Please return all correspondence concerning this matter to the following:

F. Scot Kannel, Executive Director

(Name of Contact Person)

The Arc of The Glades

(Firm/ Company)

4250 NW 16th Street

(Address)

Belle Glade, FL 33430

(City/ State and Zip Code)

arcglades@yahoo.com

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

For further information concerning this matter, please call:

F. Scot Kannel

(Name of Contact Person)

at (561) 996-9583

(Area Code & Daytime Telephone Number)

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

- | | | | |
|--|--|---|---|
| <input 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 checked="" 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

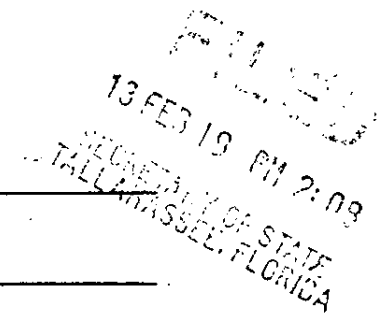
Articles of Amendment
to
Articles of Incorporation
of

Glades Area Association for Retarded Citizens, Inc.

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

739552

(Document Number of Corporation (if known))



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:

The Arc of The Glades, Inc.

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**)

N/A

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

N/A

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: N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

Florida

(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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	N/A	_____
<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)

Amended Articles of Incorporation Attached

The date of each amendment(s) adoption: March 21, 2012

Effective date if applicable: February 15, 2013
(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 February 13, 2013

Signature Richard F. Abedon
(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)

Richard Abedon
(Typed or printed name of person signing)

President, Board of Directors
(Title of person signing)



**Officers of the Board of Directors
2012-2013**

PRESIDENT
(2010) Pro Bono Attorney

RICHARD ABEDON (W,M)
12904 MIZNER WAY
WELLINGTON, FL 33414

(561) 790-5421 HM
(561) 758-9090 Cell
rabadon@mail.com

VICE-PRESIDENT
(designate)
(2008) Local Businessman/Former Mayor

STEVE WEEKS (W,M)
1908 SE AVE K
BELLE GLADE, FL 33430

996-2649 HM
261-9989 Cell
week943@bellsouth.net

SECRETARY
(2009) Family Business

JOANNE ROYAL (W,F)
216 N.W. AVE. E
BELLE GLADE, FL 33430

996-3455 HM
561-261-6895 Cell
joanneroyal1@bellsouth.net

TREASURER
(2009) Youth Advocate

DESMOND HARRIOTT (B,M)
P.O. Box 159
BELLE GLADE, FL 33430

561-315-2823 Cell
harriott_cc@bellsouth.net

IMMEDIATE PAST PRESIDENT
*(1977) Exec. Dir. Glades Health Initiative
(retired)*

SANDRA CHAMBLEE (W,F)
1045 TABIT ROAD
BELLE GLADE, FL 33430

449-6042Cell
sandrachamblee@ymail.com



Articles of Incorporation and Constitution of
The Arc of The Glades

As Revised, Approved and Adopted by
the Members of the Association

On:

November 30, 1995

October 31, 2000

May 31, 2007

March 21, 2012

Articles of Incorporation

Article I. Name

The name of this organization shall be:

The Arc of The Glades, Inc., A corporation not for profit. The corporation shall have perpetual existence.

The place of business for the corporation shall be:

4250 NW 16th Street, Belle Glade, Fl. 33430

Article II. Purpose

(the term 'Intellectual Disability or other developmental disabilities' as used herein shall include all persons with intellectual disabilities regardless of age, degree of disability, or type of retardation, and regardless of whether they attend public, private, or religious schools, residential and/or day programs, or whether they reside at home or in an institution.)

Section 1. The purposes of this association are:

A. To promote the general welfare of individuals with Intellectual Disabilities or other developmental disabilities;

B. To foster development of programs toward that end;

C. To encourage research related to Intellectual Disabilities and other developmental disabilities;

D. To advise and aid parents and caregivers toward resolution of problems related to or impacting upon the individual with Intellectual Disabilities or other developmental disabilities, and to assist in the coordination of parent and caregiver groups' efforts and activities;

E. To improve public awareness of Intellectual Disabilities and other developmental disabilities issues and concerns;

F. To advocate with other public, private and religious agencies and professional groups toward the above stated goals;

G. To maintain affiliations with The Arc of Florida and the Arc of The United States, and to promote the common cause;

H. To be a local clearinghouse for gathering and disseminating information on Intellectual Disabilities and other developmental disabilities; and

I. To generate revenues for the above described purposes.

Section 2. This association is a not-for-profit, apolitical, non-sectarian organization. No part of any net earnings shall inure to the benefit of any member or individual, and no officer or director of the association shall receive any compensation for services rendered as an elected officer or director.

Section 3. This association agrees to maintain membership in The Arc of Florida and the Arc of The United States, to support these associations and to adhere to their policies. This association further agrees to submit all required annual reports to the state and national associations in a timely manner.

Article III.. Membership

Section 1. Membership shall be open to all parents, relatives and guardians, including foster parents, of individuals with Intellectual Disabilities or other developmental disabilities and to others sympathetic to the purposes of the Association.

Section 2. Membership may be obtained by application to the Association offices together with membership dues as specified in the by-laws of this corporation.

Section 3. Membership may be on an individual basis.

Section 4. Members whose dues have not been waived and who are in arrears for more than 90 days shall be dropped from the membership roll.

Section 5. A member in good standing is one whose dues is not more than 90 days delinquent or whose dues has been waived.

Section 6. Members in good standing shall be eligible to hold office and to vote on all questions at general membership meetings.

Section 7. Control of this Association shall rest with the membership. Any action of the board of directors shall be subject to review by the membership at the request of any member in good standing at a regular meeting or at a special meeting called for that purpose. An action of the board of directors may be altered or rescinded by a two-thirds vote of the membership at a properly called meeting provided no rights of third parties are affected.

Article IV. Dissolution

Section 1. In the event of the dissolution of this Association, or in the event it shall cease to exist for the stated purposes, all of the Association's property and assets shall be distributed to an organization like The Arc of Florida or The Arc, or an agency serving individuals with Intellectual Disabilities or other developmental disabilities which has been granted exemption from the federal income tax under the provisions of section 501 (c) 3 of the internal revenue code of 1954, or to local, state or the federal government for exclusively public purposes.

Section 2. Under no circumstances should any of the property or assets of this Association during the existence and/or upon the dissolution thereof go and be distributed to any officer, member or subsidiary of this Association.

Article V. Meetings

Section 1. The regular membership meeting in March shall be designated as the Annual Meeting for the election of officers and directors. It may not be omitted.

Section 2. Special meetings may be called by the President of the Association, or by written application of five members made to the Secretary. Notice of a special meeting must be mailed to all members not less than one week prior to the meeting stating the purpose of the meeting. Only the business stated in the notice may be transacted at that meeting.

Section 3. A quorum of the membership shall consist of 50 percent plus one of the membership or 5 members in good standing, whichever is greater. Members must be present in person to vote or count toward quorum.

Article VI. Board of Directors

Section 1. The Board of Directors shall consist of the elected officers, the immediate past President, and the Directors.

Section 2. The Board of Directors shall meet monthly unless a quorum at a regular meeting or a majority of the full board by poll votes to not hold a meeting.

Section 3. Special meetings of the board may be called by the President, or by the Secretary upon the written request of 3 board members, at any time, on not less than 24 hours notice.

Section 4. A quorum of the Board of Directors will exist when one half plus one (or more than 50%) of the members of the board of directors is present. In a full complement of 21 board members, the presence of 11 members constitutes more than 50% of the board of directors and automatically represents a quorum.

Section 5. The Board of Directors shall be responsible for the conduct of the business of the Association and shall be empowered to employ such professional personnel as required to administer the affairs of the Association and to prescribe the duties and terms of employment of that administrator. The Board of Directors shall delegate all powers inherent in the Association except those expressly reserved to the membership.

Section 6. The names and residences of the officers and directors at the time of this revision to the Articles of Incorporation, and who shall serve until the next Annual Meeting, are as follows: (see attachment)

Article VII. Officers

Section 1. The Board of Directors shall consist of not less than 11 or more than 21 members, including the offices of President, Vice-President, Secretary, Treasurer, and Immediate Past President. No employee of the Association may serve as an officer or director.

Article VIII. Terms of Office

Section 1. The Officers of the Association shall serve for a term of one year, beginning at the March Annual Meeting, and until qualification of their successors. These officers shall be elected annually in accordance with the by-laws of this corporation.

Section 2. Directors serve for staggered odd and even year terms of two years, beginning at the **March** meeting, and until qualification of their successors.

Section 3. All vacancies in the elective positions shall be filled for the unexpired term by appointment of the Board of Directors.

Article IX. Amendments to the Articles of Incorporation, Constitution and By-Laws

Section 1. Any proposed amendment to the Articles of Incorporation, Constitution or By-Laws, along with the date it is to be voted on, shall be presented in writing to the entire general membership at least three weeks prior to that

meeting, and a two-thirds (2/3) vote of the members being present, in good standing, and representing a quorum shall be required for ratification.

Article X. Parliamentary Authority

Section 1. Robert's Rules of Order shall govern the conduct of business in all cases applicable and which do not conflict with these Articles or with the Constitution or By-Laws as adopted and amended by the membership.

Signatures of officers

Richard F. Abedon
President

Steve Weeks
Vice-President

Joanne Royal
Secretary

Desmond Harriott
Treasurer

Sandra Chamblee
Immediate Past President

State of Florida)
) ss.
County of Palm Beach)

I hereby certify that on this 15th day of Feb.

2013, before me, a notary public duly authorized in the State and county named above to take acknowledgements, personally appeared

Richard Abedon - President/Director, signature above;
Steve Weeks - Vice-President/Director, signature above;
Joanne Royal - Secretary/Director, signature above;
Treasurer/Director - Desmond Harriott, signature above;
Sandra Chamblee - Past President/Director, signature above.

To me known to be the persons described as officers in and who executed the forgoing articles of incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

Denise Waites
Notary Public State of Florida



Constitution

Article I. Name

Section 1. The name of this organization shall be:

The Arc of The Glades, Inc.

Section 2. The term 'Intellectual Disability or other developmental disabilities' as used herein shall include all persons with Intellectual Disabilities regardless of age, degree of disability, or type of retardation, and regardless of whether they attend public, private, or religious schools, residential and/or day programs, or whether they reside at home or in an institution.

Article II. Purpose

Section 1. The purposes of this association are:

A. To promote the general welfare of individuals with Intellectual Disabilities or other developmental disabilities;

B. To foster development of programs toward that end;

C. To encourage research related to Intellectual Disabilities and other developmental disabilities;

D. To advise and aid parents and caregivers toward resolution of problems related to or impacting upon the individual with Intellectual Disabilities or other developmental disabilities, and to assist in the coordination of parent and caregiver groups' efforts and activities;

E. To improve public awareness of Intellectual Disabilities and other developmental disabilities issues and concerns;

F. To advocate with other public, private and religious agencies and professional groups toward the above stated goals;

G. To maintain affiliations with The Arc of Florida and The Arc of the United States, and to promote the common cause;

H. To be a local clearinghouse for gathering and disseminating information on Intellectual Disabilities and other developmental disabilities; and

I. To generate revenues for the above described purposes.

Section 2. This Association is a not-for-profit, apolitical, non-sectarian organization. No part of any net earnings shall inure to the benefit of any member or individual, and no officer or director of the Association shall receive any compensation for services rendered as an officer or director.

Article III. Membership

Section 1. Membership shall be open to all parents, relatives and guardians, including foster parents, of individuals with Intellectual Disabilities and other developmental disabilities and to others sympathetic to the purposes of the Association.

Article IV. Officers

Section 1. The Board of Directors shall consist of not less than 11 or more than 21 members, including the offices of president, vice-president, secretary, treasurer, and immediate past president. No employee of the Association may serve as an officer or director.

Article V. Area of activity

Section 1. The area which the Association intends to serve lies within the boundaries indicated on a map filed with the original signed and adopted constitution. These boundaries within the State of Florida include Palm Beach County.

Article VI. Corporate standing

Section 1. This Association shall be incorporated as a not for profit corporation under the applicable laws of the State of Florida.

Article VII. Dissolution

Section 1. In the event of the dissolution of this Association, or in the event it shall cease to exist for the stated purposes, all of the Association's property and assets shall be distributed to an organization like The Arc of Florida or The Arc of the United States, or to an agency serving individuals with Intellectual Disabilities and other developmental disabilities which has been granted exemption from the federal income tax under the provisions of section 501 (c) 3 of the internal revenue code of 1954, or to a local, state or the federal government for exclusively public purposes.

Section 2. Under no circumstances should any of the property or assets of this Association during the existence and/or upon the dissolution thereof be distributed to any officer, member or subsidiary of this Association.

Article VIII. Amendments

Section 1. Any proposed amendment to the Articles of Incorporation, Constitution or By-Laws, along with the date it is to be voted on, shall be presented in writing to the entire general membership at least three weeks prior to that meeting and a two-thirds (2/3) vote of the members being present, in good standing, and representing a quorum shall be required for ratification.

This is the current constitution as authorized by the membership on March 21, 2012.

(signed) 
Richard Abedon, President

(signed) 
Joanne Royal, Secretary



The Arc of the Glades

4250 NW 16th Street
Belle Glade, Florida 33430
T (561) 996-9583 F (561) 996-8692
arcglades@yahoo.com

Achieve with us.

PRESIDENT
Richard Abedon

VICE PRESIDENT
Steve Weeks

SECRETARY
Joanne Royal

TREASURER
Desmond Harriott

BOARD of DIRECTORS
Frances Adams
Jaimie Allen
Sandra Chamblee
Evelyn Johnson
Wally Lutz
Barbara McVey
Bonnie Peacock
Steve Prielozny

EXECUTIVE DIRECTOR
F. Scot Kannel

2/15/2013

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32399

To Whom It May Concern:

Enclosed please find the documents required to amend the Articles of Incorporation for the Glades Area Association for Retarded Citizens, renaming the corporation The Arc of The Glades.

At its meeting of the membership in March of 2012, it was moved and passed to take this action prior to the next meeting of the membership, scheduled for March of 2013. Further, it was moved and passed to change the related documents and remove references to "Mental Retardation" in its various forms and replace that with 'Intellectual Disabilities or other developmental disabilities' or similar language as appropriate. Toward that end, enclosed are revised Articles of Incorporation and Constitution that meet the requirements set forth by the membership at that meeting.

Also enclosed is the requisite fee to file.

Respectfully,

F. Scot Kannel
Executive Director

cc: file

