

739573

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

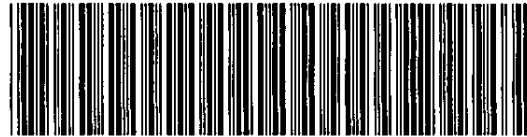
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100242253351

01/07/13--01039--003 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN -7 PM 12:48

Amend/cc
@ 1.10.13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mid-Florida Area Agency on Aging, Inc.

DOCUMENT NUMBER: 739573

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

Please return all correspondence concerning this matter to the following:

Kristen Longmore

(Name of Contact Person)

Mid-Florida Area Agency on Aging, Inc.

(Firm/ Company)

100 SW 75th Street, Suite 301

(Address)

Gainesville, FL 32607

(City/ State and Zip Code)

longmorek@agingresources.org

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

For further information concerning this matter, please call:

Kristen Longmore

(Name of Contact Person)

at (352) 692-5222

(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

Articles of Amendment
to
Articles of Incorporation
of

Mid-Florida Area Agency on Aging, Inc.

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

739573

(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:

N/A

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**)

100 SW 75th Street, Suite 301

Gainesville, FL 32607

C. Enter new mailing address, if applicable:

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

100 SW 75th Street, Suite 301

Gainesville, FL 32607

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

100 SW 75th Street, Suite 301

(Florida street address)

New Registered Office Address:

Gainesville

(City)

Florida 32607

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN -7 PM 12:48

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>

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

Article II, Purpose: New item 2 and edits in item 3 (see attached)

Article III, Membership: Revising wording (see attached)

Article IV, Officers: Revising wording (see attached)

Article VIII, By-Laws: Revising wording (see attached)

Article XII: Adjusting signature date and changing Board officer names

Corporate Documents

Articles of Incorporation

Documentation Series
Volume CD-01



**Articles of Amendment
of
Articles of Incorporation
of
Mid-Florida Area Agency on Aging, Inc.
(A Florida Not-for-Profit Corporation)**

**ARTICLE I
NAME**

The name of this Corporation shall be: MID-FLORIDA AREA AGENCY ON AGING, INC.

**ARTICLE II
PURPOSE**

Article II is hereby amended to read as follows:

The general purposes for which this Corporation is organized include the following:

- (1) To operate as an Area Agency on Aging designated by the State of Florida, in accordance with the Older Americans Act of 1965, as amended.
- (2) To operate as an Aging and Disability Resource Center (ADRC) as designated by the State of Florida Department of Elder Affairs.
- (3) To engage in planning, evaluation, administration, professional training, advocacy and other administrative and support activities that directly or indirectly are intended to assist older persons within the State of Florida.
- (4) To directly or indirectly provide a wide array of social and nutrition services to older individuals residing in the State of Florida. Such services may include, but are not necessarily limited to the following:
 - (a) Personal Care
 - (b) Homemaker/Chore
 - (c) Home Health Aide
 - (d) Home Delivered Meals
 - (e) Adult Day Care/Health
 - (f) Case Management
 - (g) Housing Assistance
 - (h) Congregate Meals

- (i) Nutrition Education/Counseling
 - (j) Assisted Transportation
 - (k) Transportation
 - (l) Legal Assistance
 - (m) Information and Assistance
 - (n) Referral
 - (o) Outreach
 - (p) Other Related Services
- (5) To receive and administer grants, contracts, and other funds from the U.S. government, state government, local governmental entities, private corporations and associations, and individuals.
- (6) To award and monitor grants and contracts to local government entities, private corporations and associations, and individuals to further the purposes and objectives of the Corporation.
- (7) To perform only those activities permitted to be carried out by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.
- (8) To exercise all powers generally allowed to not-for-profit corporations under the laws of the State of Florida.

ARTICLE III MEMBERSHIP

Article III is hereby amended to read as follows:

The Corporation shall consist of not more than twenty-one (21) members who shall be known as directors, and who shall be responsible for the overall direction of the agency's programs and services and shall ensure that the agency is administered in accordance with all applicable laws, rules, regulations, and effective management principles. There will be no members, per se, except for the Board of Directors. Members of the Board of Directors shall be elected by the Board from among persons recommended by governmental entities, private corporations and associations, individuals, and other interested parties.

ARTICLE IV

DURATION

This Corporation shall have a perpetual existence or until such time as the voting members thereof may decide to dissolve it in accordance with the laws of the State of Florida.

ARTICLE V

SUBSCRIBERS

The names and residences of the subscribers to these articles are:

1. Mr. Gordon Savage, P.O. Drawer B
Leesburg, Florida 32748
2. Mrs. Mary Anne Sherman, 1801 NW 11th Road
Gainesville, Florida 32601
3. Mr. Jack Durrance, Alachua County Courthouse
Gainesville, Florida 32601

ARTICLE VI

OFFICERS

The officers of this Corporation shall be a President, Vice President, Treasurer, Secretary, and such other officers as may be provided by the By-Laws.

The names of the persons who are to serve as Officers of the Corporation until the first meeting of the Board of Directors are:

1. President: Mr. Gordon Savage
2. Vice President: Mr. Jack Durrance
3. Secretary-Treasurer: Ms. Mary Anne Sherman

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The first Board of Directors shall consist of three persons who shall serve until the first election of the Board of Directors at the first Annual Meeting to be held in 1977 and said persons' names are:

1. Mr. Gordon Savage
2. Mr. Jack Durrance
3. Ms. Mary Anne Sherman

ARTICLE VIII

BY-LAWS

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

Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of the members of the Board of Directors present at any regular meeting or any special meeting called for that purpose, a quorum being present.

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

Upon proper notice, the Articles of Incorporation may be amended by a majority vote of the Board of Directors present at any regular meeting or any special meeting called for that purpose, a quorum being present.

ARTICLE X

CORPORATE ADDRESS

The offices of this Corporation shall be located at 100 SW 75th Street, Suite 301, Gainesville, Florida 32607, or such other address as the Corporation may designate.

ARTICLE XI

ACQUISITION OF PROPERTY

This Corporation may acquire property by grant, purchase, devise or bequest, and hold and dispose of such property as the Corporation may determine to promote the purpose of this Corporation.

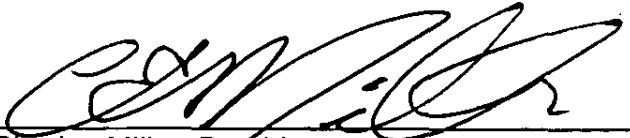
ARTICLE XII

No part of the earnings of this Corporation shall inure to the benefit of any director, member, or officer of the Corporation. The Corporation shall not, as a substantial part

of its activities, carry on propaganda or efforts to directly influence legislation nor shall it intervene or participate in any political campaign in behalf of or against a candidate for public office. No person, firm or corporation shall receive any income, dividend or profit from the activities of the Corporation. Nothing herein shall prohibit the Corporation from paying for goods or services purchased in the ordinary course of business. Directors, members, or officers of the Corporation may receive reimbursement for actual out-of-pocket expenses associated with their duties.

Upon dissolution of the Corporation, all assets remaining after payment of costs and expenses of such dissolution shall be distributed to organizations which have qualified under Section 501(c)(3) of the Internal Revenue Code or to the U.S. government or to a State or local government for a public purpose. None of the income or assets will be distributed to any director, member, or officer of the Corporation. The property of the Corporation is irrevocably dedicated to the uses set forth above. Nothing herein shall prohibit the Corporation from paying salaries or wages to employees of the Corporation for work or services rendered in its behalf.

IN WITNESS WHERE OF, the undersigned officers of the Board of Directors, have hereunto set our hands and seals this 12th day of December, 2012, for the purpose of amending these Articles of Incorporation.


Charles Miller, President


Isaac Chandler, Jr., Secretary

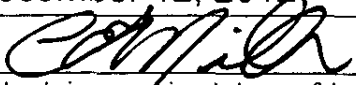
The date of each amendment(s) adoption: December 12, 2012

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 December 12, 2012

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)

Charles Miller

(Typed or printed name of person signing)

Board President

(Title of person signing)