

745303

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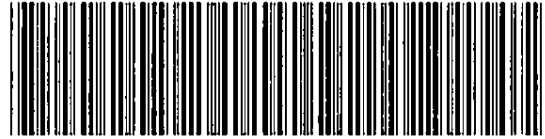
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08/09/23--01018--003 **35.00

FILED
23 AUG -9 PM 3:17
CLERK OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Jewish Family Services of Greater Orlando, Inc.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Philip A. Flynn III
Name (Printed or typed)
2100 Lee Road, Suite A
Address
Winter Park, FL 32714
City, State & Zip
407.644.7593
Daytime Telephone number
philip.flynn@jfsorlando.org
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JEWISH FAMILY SERVICES OF GREATER ORLANDO, INC
A FLORIDA NOT-FOR-PROFIT CORPORATION**

FILED
23 AUG -9 PM 3:11
TALLAHASSEE, FLORIDA

1. The Articles of Incorporation of the Jewish Family Services of Greater Orlando, Inc., a Florida not-for-profit Corporation (the "Corporation"), were filed on December 19, 1978, and assigned Charter No. 745303. The Articles of Incorporation were amended and restated on November 16, 2000, and further amended on December 18, 2008.
2. The Articles of Incorporation provide that such Articles may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors.
3. Pursuant to the provisions of Section 617.1007 of the Florida Not For Profit Corporation Act, at a meeting of the Board of Directors held on January 31, 2023, a resolution was adopted by a majority vote of the Directors of the Corporation approving these Amended and Restated Articles of Incorporation, which vote was sufficient for the approval of these Articles. Accordingly, the Articles of Incorporation are hereby amended and restated to read as follows in their entirety.

**ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPAL OFFICE**

The name of this Corporation is Jewish Family Services of Greater Orlando, Inc. The mailing address and principal office of the Corporation is 2100 Lee Road, Winter Park, Florida 32789.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The name of the registered agent is Philip A. Flynn III, and the street address of the registered office is 2100 Lee Road, Winter Park, Florida 32789.

**ARTICLE III
PURPOSES**

Section 1. The purposes for which the Corporation is formed are to (i) provide services that stabilize individuals and families in crisis and enhance the quality of life

across generations to all members of the Central Florida Community and (ii) raise, collect and distribute funds in furtherance of such services.

Section 2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax, under Section 501(c)(3) of the Internal Revenue Code, corresponding section or any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV POWERS

This Corporation shall be authorized to exercise the powers permitted nonprofit Corporations under Chapter 617 of Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Code.

ARTICLE V TERM

This Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VI BOARD OF DIRECTORS & OFFICERS

The number of directors constituting the Board of Directors and the officers of the Board of Directors and the manner in which each are appointed or elected shall be as provided in the Bylaws of the Corporation.

ARTICLE VII
DEDICATION OF ASSETS AND DISSOLUTION

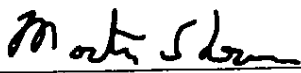
Section 1. The property of this Corporation is irrevocably dedicated to the purposes set forth herein and no part of the net earnings or assets of this Corporation shall inure to the benefit of any officer or director of the Corporation or any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for the services performed and to make payments and distributions in furtherance of the purposes set forth herein.

Section 2. Upon the dissolution and winding up of this Corporation, any assets remaining after payment or provision for payment of its debts and liabilities shall be distributed in the manner directed by the Board of Directors 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 to the federal government or to a state or local government for a public purpose. Any such assets not disposed of by the Board of Directors shall be disposed of by direction of the court having jurisdiction over the Corporation exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for purposes and functions similar to and consistent with the functions and purposes of this Corporation.

ARTICLE VIII
AMENDMENT OF ARTICLES

These Articles of Incorporation may be modified, amended, amended and restated, or repealed pursuant to a resolution adopted by the Board of Directors.

IN WITNESS WHEREOF, the President of the Corporation executed these Amended and Restated Articles of Incorporation this 31 day of January 2023.

By: 
Martin Sherman, President

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Jewish Family Services of Greater Orlando, Inc.


Philip A. Flynn III

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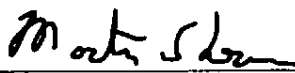
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