

757504

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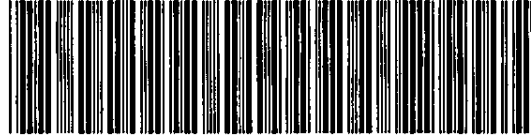
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16 MAR 14 AM 8:48

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C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Community & Economic Development Organization of Gadsden County, Inc.

DOCUMENT NUMBER: 757504

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

Please return all correspondence concerning this matter to the following:

Mr. Al M. Gunn

(Name of Contact Person)

Community & Economic Development Organization of Gadsden County, Inc.

(Firm/ Company)

20 East Washington Street, Suite A

(Address)

Quincy, FL 32351

(City/ State and Zip Code)

cedoquincy@aol.com

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

For further information concerning this matter, please call:

Al M. Gunn

850

627-7656

at

(Name of Contact Person)

(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

Amended And Restated
ARTICLES OF INCORPORATION (AMENDED)

Community & Economic Development Organization
of Gadsden County, Inc.
(A Florida Corporation Not for Profit)

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ARTICLE I. NAME

757504

The name of this corporation is Community & Economic Development Organization of Gadsden County, Inc.

ARTICLE II. ENABLING LAW

This corporation is organized pursuant to the Corporations Not for Profit Law of the State of Florida, set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE III. PURPOSES

The specific and primary purposes for which this corporation is organized shall be as follows:

- (a) To lessen and eliminate blight and deterioration of the housing and commercial properties of the socially economically disadvantaged groups in Gadsden County, Florida; and to expand and improve the economic opportunities. available to the disadvantaged groups therein.
- (b) To Furnish technical and financial assistance to area resident members of disadvantaged and underprivileged groups in developing business and managerial skills for the operation and management of business and commercial enterprises in blighted and deteriorated areas of Gadsden County.
- (c) To coordinate educational and training assistance in the disadvantaged areas of Gadsden County with available federal, state and local government assistance programs.
- (d) To develop and implement comprehensive land use planning emphasizing beautification, continuity of planning and utility within certain disadvantaged groups within the Gadsden County service areas.
- (e) To support and engage in programs that address the needs of low income and other disadvantaged groups.
- (f) To organize and operate exclusively as a charitable organization with the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954 as amended.

(g) In furtherance of the foregoing purposes, this corporation shall have the power and authority to receive and administer funds and contributions by gift, deed, devise or otherwise; to invest, borrow and make any other financial obligations permitted by the laws of Florida and the United States of America for non-profit organizations; and, to do all such other acts as are necessary or convenient to accomplish the objectives and purposes set forth herein which are not forbidden by law or by these articles of incorporation or the bylaws of this corporation; and to have all powers that may be conferred upon corporations not for profit under the laws of Florida.

(h) To acquire, develop and support revenue generating business and activities.

ARTICLE IV. TERM

This corporation shall have perpetual existence.

ARTICLE V. MEMBERSHIP

The membership of this corporation shall be open to all residents of Gadsden County, Florida who are eighteen (18) years of age or older. The bylaws may set forth classes of membership.

ARTICLE VI. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of not less than three (3) directors. At least 1/3 of the directors shall be elected at each annual membership meeting by majority vote of the membership present. The board shall annually choose from among themselves, persons to serve as officers of the board.

The names and addresses of the persons who served as the initial board of directors until the first election were as follows:

Name	Position	Address
Mrs. Inez Holt	Chairman	656 South 11 th Street Quincy, Florida 32351
Ms. Millie Forehand	Vice Chairman	620 South 11 th Street Quincy, Florida 32351
Mr. Robert Kenon	Secretary/Treasurer	1303 Ocala Road #265 Tallahassee, Florida 32304

- (b) Corporate Officers. The officers of this corporation shall be appointed or elected by the board of directors at any regular or special meeting by a vote of three fourths (3/4) vote of the quorum present at the meeting. The qualifications, duties, the term of office, and manner of removing officers shall be as set forth in the bylaws. The officers shall be an executive director, an assistant executive director, a secretary and a treasurer.

The initial officers who served until their successors were chosen were as follows:

Name	Position	Address
Inez Holt	Executive Director	656 South 11 th Street Quincy, Florida 32351
Millie Forehand	Assistant Executive Director	620 South 11 th Street Quincy, Florida 32351
Robert Kenon	Secretary/Treasurer	1303 Ocala Road #265 Tallahassee, FL 32304

ARTICLE VII. LOCATION OF PRINCIPAL PLACE OF BUSINESS

The address of this corporation's principal place of business is 20 East Washington Street, Quincy, FL 32351.

ARTICLE VIII. REGISTERED AGENT

The name and address of this corporation's current registered agent is Millie Forehand, 620 South 11th Street, Quincy, Florida 32351.

ARTICLE IX. BYLAWS

Bylaws may be adopted, amended or repealed in whole or in part in the manner provided therein by the Board of Directors and such action shall be binding on all members of the corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporations may be proposed by a resolution adopted by the board and presented to the members at the annual corporate membership meeting or such other duly noticed membership meeting authorized by the Board of Directors. Amendments may be adopted by a vote of at least two-thirds (2/3) of the members present at a duly noticed membership meeting.

ARTICLE XI. DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all business, property, and assets of the corporation shall go and be distributed to one or more non-profit corporations or public bodies as may be selected by the board of directors of this corporation and approved by at least 75 percent of the users or members to be used for, and devoted to, the purpose of a community facility project or other purpose to serve the public welfare of the community. In no event shall any of the assets or property, in the event of dissolution thereof, go or be distributed to members, directors, stockholders, or others having financial or managerial interest in the corporation either for the reimbursement of any sum subscribed, donated or contributed by such members or for any other purposes, provided that nothing herein shall prohibit the corporation from paying its just debts.

ARTICLE XII. DISPOSITION OF PROPERTY

Funds obtained from the sale or liquidation of secured property or fixed assets will be apportioned to the lenders on the basis of the pro rata amount loaned, but not to exceed their respective outstanding balances; provided, however, funds obtained from such sale or liquidation for a project that included grant funds will be apportioned as may be required by the grant agreement.

The undersigned, constituting the current officers of the Board of Directors, for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Amended Articles of Incorporation this 8th day of February 2016.

V. ony 1d
Calvin H. Homan
Kerwyn J. Jones-Wilson

Acceptance of Registered Agent

I hereby agree to act as Registered Agent for the Community & Economic Development Organization of Gadsden County, Inc.

Nellie Lee Land
Registered Agent

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DIVISION OF CORPORATE REGISTRATION
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SECRETARY OF STATE
DIVISION OF RECORDS & ADMINISTRATION

16 MAR 14 AM 8:48

State of Florida
County of Gadsden

I hereby certify that on this day before me personally appeared **Rev. Tony Hannah**
to me known to be the person described in and who executed the foregoing instrument and he
acknowledged before me that he executed to same.

Witness my hand and official seal the county and state last aforesaid this 8th day of
February 2016 J. Sanders, Notary Public.



State of Florida
County of Gadsden

I hereby certify that on this day before me personally appeared **Cadedra Hodge**
to me known to be the person described in and who executed the foregoing instrument and she
acknowledged before me that she executed to same.

Witness my hand and official seal the county and state last aforesaid this 8th day of
February 2016 J. Sanders, Notary Public.



State of Florida
County of Gadsden

I hereby certify that on this day before me personally appeared **Kerwyn Wilson**
to me known to be the person described in and who executed the foregoing instrument and she
acknowledged before me that she executed to same.

Witness my hand and official seal the county and state last aforesaid this 8th day of
February 2016 J. Sanders, Notary Public.

