

Division of Corporations

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HABITAT FOR HUMANITY OF LEE COUNTY, INC.**

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*Amend & Restate
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
HABITAT FOR HUMANITY OF LEE COUNTY, INC.**

Document No. 765349

Pursuant to the provisions of Section 617.1007 of the Florida Not for Profit Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its Board of Directors and its Members, hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be Habitat for Humanity of Lee And Hendry Counties, Inc.

ARTICLE II- PURPOSE

The corporation is organized for the following purposes:

To implement the gospel of Jesus Christ by working with economically disadvantaged people to help them create a better human habitat in which to live and work.

To cooperate with other organizations which are working to develop a better habitat for economically disadvantaged people.

To accomplish these purposes the corporation shall have all powers lawfully permitted to a corporation not for profit under the laws of the State of Florida as they now exist or as they may hereafter be amended. In no event shall the corporation have any power or corporate purposes which conflict with Section 501(c)(3) of the Internal Revenue Code as it now exists or may hereafter be amended, or any successor statute concerning the taxability of charitable organizations. Upon dissolution of the corporation all of the assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or its successors, or to a local, state or federal government for public purposes.

ARTICLE III - TERM

The corporation was incorporated on October 8, 1982. The corporation shall have perpetual existence, except that the corporation may be dissolved as provided by law.

ARTICLE IV - MEMBERSHIP

The corporation shall have no members. The affairs of the corporation shall be governed by its board of directors.

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ARTICLE V - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. Provisions for the annual meeting, nomination and election of directors, filling of vacancies on the Board of Directors, establishing the number of directors constituting the Board of Directors and related matters shall be as determined by the by-laws of the corporation. The number of Directors may be increased or decreased from time to time in accordance with the by-laws but shall never be less than three (3).

The Board of Directors shall provide for an Executive Committee in the by-laws of the corporation, establishing its composition and delegating appropriate authority.

The Board of Directors for the current year are those persons named as directors in the annual report of the corporation as filed with the Florida Secretary of State. The number of Directors shall be as provided in the by-laws of the corporation

ARTICLE VI - OFFICERS

The corporation shall have a President, a Vice-President, a Secretary, a Treasurer and such additional officers as may be provided for from time to time in the by-laws of the corporation. The Board of Directors shall have the power to remove officers at any time and to elect officers at any time to fill vacancies as provided in the by-laws.

ARTICLE VII - BY-LAWS

The by-laws of the corporation are to be made, altered or rescinded by the Board of Directors, subject only to the limitations imposed by these articles of incorporation.

ARTICLE VIII - AMENDMENT

Amendments to these articles of incorporation may only be made by a two-thirds majority vote of the Board of Directors present at a scheduled meeting of the Board of Directors or at a special meeting of the Board of Directors called for that purpose at which a quorum is present.

ARTICLE IX - FISCAL YEAR

The fiscal year of this corporation shall be from October 1 through September 30 of the following calendar year.

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ARTICLE X - REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation is 1288 North Tamiami Trail, North Fort Myers, FL 33903.

The current resident agent of the corporation, as filed with the Florida Secretary of State, is Katherine Green, 1288 North Tamiami Trail, North Fort Myers, FL 33903.

ARTICLE XI - SUBSCRIBER

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

NAME	ADDRESS
Katherine Green, President	1288 North Tamiami Trail North Fort Myers, FL 33903

In accordance with Section 617.1007(3)(a), it is hereby certified that the Board of Directors adopted the Amended and Restated Articles of Incorporation on November 23, 2010, and the number of votes cast by the Board of Directors for the amendments to the Articles of Incorporation appearing in the Amended and Restated Articles of Incorporation were sufficient for approval. Member approval for the amendments to the Articles of Incorporation appearing in these Amended and Restated Articles of Incorporation was required and the vote of the Members on January 17, 2011, was sufficient for approval.

HABITAT FOR HUMANITY OF LEE
COUNTY, INC.

Dated: January 20, 2011

By: Katherine Green
Print Name: Katherine Green
Title: President

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