

L090000014516

(Requestor's Name)

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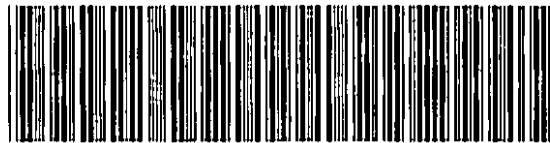
(Business Entity Name)

(Document Number)

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18 JAN 18 AM 9:06
TALLAHASSEE, FLORIDA

J. LEGGETT
JAN 19 2018

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: GREATER GRACE OUTREACH LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

BISHOP EUGENE. M. JOHNSON

Name of Person

GRACE AND TRUTH COMMUNITY DEVELOPMENT CORPORATION

Firm/Company

932 NORTH SHORE DRIVE

Address

JACKSONVILLE, FL 32208

City/State and Zip Code

EMJOHNSON@GRACEANDTRUTHCDC.ORG

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

For further information concerning this matter, please call:

BISHOP E. M. JOHNSON

904 338-9990
at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

GREATER GRACE OUTREACH LLC

(Name of the Limited Liability Company as it now appears on our records.)
(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on FEBRUARY 12, 2009 and assigned
Florida document number L09000014516.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited liability company here:

The new name must be distinguishable and contain the words "Limited Liability Company," the designation "LLC" or the abbreviation "L.L.C."

Enter new principal offices address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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STATE OF FLORIDA

B. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, **Florida** _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending Authorized Person(s) authorized to manage, enter the title, name, and address of each person being added or removed from our records:

MGR = Manager
AMBR = Authorized Member

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	<input type="checkbox"/> Change
_____	_____	_____	<input type="checkbox"/> Add
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_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	<input type="checkbox"/> Change

**Amended and Restated
ARTICLES OF ORGANIZATION**

GREATER GRACE OUTREACH LLC

INTRODUCTION: The original Articles of Organization of Greater Grace Outreach LLC (the "Company") were filed with the Florida Department of State on Feb. 12, 2009 (Document Number L09000014516). These "Amended and Restated Articles of Organization" are being duly executed and are being filed in accordance with section 605.0202 of Florida Statutes and shall take effect on the date that they are filed with the Florida Department of State.

ARTICLE I - Company Name: The name of the Company is: Greater Grace Outreach LLC.

ARTICLE II - Mailing Address: The mailing address of this Company is:

932 North Shore Drive
Jacksonville, FL 32208

ARTICLE III - Street Address: The street address of the principal office of the Company is:

932 North Shore Drive
Jacksonville, FL 32208

ARTICLE IV - Registered Agent: The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Bishop Eugene M. Johnson
Grace And Truth Community Development Corporation
932 North Shore Drive
Jacksonville, FL 32208

ARTICLE V - Purposes: The Company is organized exclusively for charitable and educational purposes. Notwithstanding any other provision of these Amended and Restated Articles of Organization, the Company shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI - 501(c)(3) Limitations

1. The Company is to be operated exclusively to further the charitable and educational purposes of its members. The Company's members at all times must be entities recognized as exempt under Section 501(c)(3) of the IRS Code or governmental units or wholly owned instrumentalities of a state or political subdivision thereof ("Permitted Member").
2. Direct or indirect transfers of any membership interest in the Company are prohibited to a transferee other than a Permitted Member.

3. If a member of the Company ceases at any time to be a Permitted Member, the membership interest of the member in question must, within 90 days, be transferred to an entity recognized as exempt under section 501(c)(3) of the IRS Code.

4. The Company, interests in the Company (other than a membership interest), or its assets may only be availed of or transferred to (whether directly or indirectly) any nonmember other than a section 501(c)(3) organization or governmental unit or instrumentality in exchange for fair market value.

5. No part of the net earnings of the Company shall inure to the benefit of, or be distributable to its officers or other private persons, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable and educational purposes.

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

7. Upon dissolution, all assets remaining after the payment of liabilities shall be distributed exclusively to exempt organizations or for exempt purposes under section 501(c)(3) of the Internal Revenue Code.

8. Any amendments to the articles of organization and operating agreement must be consistent with section 501(c)(3) of the IRS Code.

9. The Company is prohibited from merging with, or converting into, a for-profit entity.

10. The Company may not distribute any assets to members who cease to be organizations described in section 501(c)(3) or governmental units or instrumentalities unless the distribution is not made due to membership and is not "inurement" within the meaning of Section 501(c)(3) of the IRS Code.

11. The Company's exempt members will expeditiously and vigorously enforce all of their rights in the Company and will pursue all legal and equitable remedies to protect their interests in the Company.

ARTICLE VII - No Personal Liability: The members, managers, officers and agents of the Company shall not be personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official or authorized capacity. The Company shall indemnify all of its members, managers, officers, and agents and all of its former managers, officers, and agents from such liability to the fullest extent permitted by law.

ARTICLE VIII - Continuation of Business: Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

ARTICLE IX - Membership: Grace And Truth Community Development Corporation, a Florida corporation recognized as exempt under Section 501(c)(3) of the IRS Code shall be the sole member of this Company.

IN WITNESS WHEREOF, the undersigned sole member of the Company has executed the foregoing Amended and Restated Articles of Organization as of the date indicated next to the signature.

Member: Grace And Truth Community Development Corporation

By: 
Ellis M. Cain, Chairman

Date: 8/30/17

D. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

The document and all articles are amended and restated as attached:

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18 JAN 18 AM 9:06
STATE OF ALABAMA
CLERK OF THE SUPREME COURT

E. Effective date, if other than the date of filing: _____ (optional)

(If an effective date is listed, the date must be specific and cannot be prior to date of filing or more than 90 days after filing.) Pursuant to 605.0207 (3)(b)
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

If the record specifies a delayed effective date, but not an effective time, at 12:01 a.m. on the earlier of:
(b) The 90th day after the record is filed.

Dated January 10, 2018

Bishop E. M. Johnson
Signature of a member or authorized representative of a member

Bishop E. M. Johnson

Typed or printed name of signee