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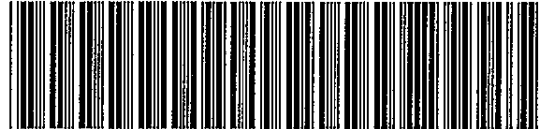
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TALLAHASSEE, FLORIDA

Amended

APR 13 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: the Empowerment Alliance of Southwest Florida Community Development Corporation

DOCUMENT NUMBER: N00000004819

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

Please return all correspondence concerning this matter to the following:

Barbara A. Cacchione, Executive Director

(Name of Contact Person)

the Empowerment Alliance of Southwest Florida Community Development Corporation

(Firm/ Company)

750 South Fifth Street

(Address)

Immokalee, Florida 34142

(City/ State and Zip Code)

For further information concerning this matter, please call:

Barbara A. Cacchione, Executive Director at (239) 658-3315

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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

06 APR - 6 PM 4:26

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: August 15, 2005 and November 14, 2005

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 was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

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.)

Edward R. Olesky

(Typed or printed name of person signing)

Chairman

(Title of person signing)

FILING FEE: \$35

corporation exempt from federal income tax under I.R.C. Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. Section 170(c)(2).

Section 5. Whenever the Corporation is a private foundation as defined in I.R.C. Section 509(a), the income of the Corporation shall be distributed at such time and in such manner as not to subject it to tax under I.R.C. Section 4942 and the Corporation shall not engage in any act of self-dealing, or retain any excess business holdings, or make any taxable expenditures as defined in I.R.C. Sections 4941(d), 4943(c) and 4945(d), respectively, or make any investments in such manner as to subject it to tax under I.R.C. Section 4944; or make any indemnification which would give rise to a penalty excise tax under I.R.C. Chapter 42.

ARTICLE IV

Members

The Corporation shall have no members.

ARTICLE V

Board of Directors

Section 1. The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Act, which at the time of execution of these Articles is five (5) ~~three (3)~~. The terms of office, qualifications and method of election of the directors shall be as specified in the Bylaws. The Board of Directors will maintain at least ~~one-third~~ fifty one percent of its governing board's membership for residents of low-income neighborhoods, other low-income community residents, or elected representative of low-income neighborhood organizations. The Board of Directors will provide for a formal process for low-income program beneficiaries to advise the organization in its decisions regarding the design, siting, development, and management of affordable housing.

substantially similar to those of the Corporation (except that no private foundation as defined by I.R.C. Section 509(a) shall be a recipient) or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed to one or more of such organizations as determined by the Circuit Court of the county in which the principal office of the Corporation is then located.

ARTICLE IX

Principal Office, Registered Office and Registered Agent

The mailing address of the principal office and the registered office of the Corporation is ~~640 Ninth Street North~~, 750 South Fifth Street, Immokalee, Florida 34142. The registered agent at such address is Barbara A. Cacchione.

ARTICLE X

Certification

The undersigned Secretary of the Corporation hereby certifies that the foregoing Amended and Restated Articles of Incorporation do not contain amendments to the Articles of Incorporation requiring member approval, and that said Amended and Restated Articles of Incorporation were adopted by the Board of Directors in accordance with the Act.

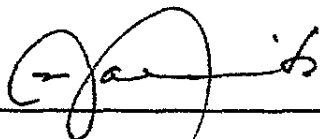
Executed this ~~15th~~ day of ~~August, 2005~~ April, 2003.

By: _____

~~Barbara A. Cacchione,~~

Jeff Barwick, Secretary

Certified a true and correct copy of the Bylaws adopted on the 15 day of August of 2005 by the Board of Directors of Empowerment Alliance of Southwest Florida as amended.
(EASF) Community Development Corporation.

A handwritten signature in black ink, appearing to read "Jeff Barwick", is written over a horizontal line.

Jeff Barwick, Secretary

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided in Section 617.0503, Florida Statutes.

Dated this ~~24~~ 15 day of ~~August, 2005~~ April, 2003

Registered Agent

By: _____
Barbara A. Cacchione, ~~Secretary~~

QBNAP235452.1

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