

N01000007985

BEVERLY J. ROBINSON
Requestor's Name

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Address

Ocala, FL 34480 732-5477
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

The 1. SAMARITAN CORPORATION, Inc. N01-7985
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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02 MAY 31 AM 10:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Ame-Q
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5/31/02

FILED
02 MAY 31 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

FILED

ARTICLES OF AMENDMENT

02 MAY 31 AM 10: 50

To

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Of

The Samaritan Corporation, Incorporated
Present Name

N01000007985
Document Number

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

Amendments adopted:

Article III (amended)

To provide charitable non-profit residential treatment communities for transitional programs, established to educate and rehabilitate both male and female offenders in Marion and surrounding counties. Furthermore, it will implement youth prevention and intervention programs designed to target at risk youth in the community and also help to improve economic conditions especially with regard to low-income housing. The program will also develop a faith-based initiative that will encompass volunteerism, intergenerational programming, family centered/strengthening activities, literacy, and community service projects. The organization is formed exclusively for charitable/educational purposes as noted under section 501(c)(3) of the Internal Revenue Code.

Article IV (amended)

The manner in which the directors are elected or appointed is as follows:

The property, business and affairs of the corporation shall be controlled and managed by a Board of Directors. The number of directors to constitute the first Board of Directors is five and such number may be increased or decreased by future action of the Board of Directors. The business of the corporation shall be managed by its Board of Directors, which may exercise all such powers of the corporation and do all such lawful acts and things as are not be statute or by the Certificate or by these bylaws. The organization must have a majority of its governing body or members present to conduct business.

Vacancies and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority vote of the directors then in office, though less than a quorum, or by a sole remaining director, and the directors so

chosen shall hold office until the next annual election and until their successors are duly elected and shall qualify, unless sooner displaced. If there are no directors in office, then an election of directors may be held in the manner provided by statute.

The officers of the corporation shall be chosen by the Board of Directors and shall be a Chairman of the Board of Directors (if one shall be elected by the Board of Directors), a President, a Vice President, a Secretary and a Treasurer. The Board of Directors may also choose additional Vice Presidents, and one or more Assistant Secretaries and Assistant Treasurers. Any number of offices may be held by the same person, unless applicable law, the Certificate or these By Laws otherwise provide.

The Board of Directors at its first meeting and after each annual meeting shall choose a Chairman of the Board of Directors (if they so desire), a President, one or more Vice Presidents, a Secretary and a Treasurer. The Board of Directors may appoint such other officers and agents as it shall deem necessary who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors. The officers of the corporation shall hold office until their successors are chosen and qualify. Any officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a majority of the Board of Directors. The Board of Directors shall fill any vacancy occurring in any office of the corporation.

Article V (amended)

The initial Directors and Officers of the Corporation are as follows:

1. Beverly J. Robinson, 1610 SE 22nd Ave, Ocala, FL 34471
2. Ulysses Gilbert, 11830 SW 8th ST, Ocala, FL 34478
3. Cynthia Lane, 3455 26th Ave. S., St. Petersburg, FL 33711
4. Michael Reece, 485 Water Run, Ocala, FL 34472
5. Pamela Fields, 2436 Register Road, Fruitland Park, FL

Article VI (Amended)

Section 1 – Regularly scheduled meetings shall be held monthly at a conveniently designated place and time or the Board of Directors or the Executive Committee may otherwise agree as upon.

Section 2 – Special meetings may be called by the President/CEO, or a majority, provided all members is given reasonable notification of time and place. Special meeting notification may be given either in writing, by telephone or by facsimile.

Section 3 – Emergency meetings may be requested by the Executive Director and called by an Officer of the Board. Notification must be provided to all members stating time, place and purpose of the meeting and may be given either in writing, by telephone or by facsimile. A quorum of three(3) officers is necessary, and agenda items shall be limited to emergency issues.

Article VII(amended)

Section 1 – A majority of governing Board members must be present to conduct business.

Section 2 - Simple majority of those present and/or polled is required for passage of any motion.

Section 3 – In the absence of a quorum at any meeting a simple majority of those members present may approve adjournment.

Article VIII(added)

General members of the corporation, members of the Board of Directors and the Executive Committee shall abstain from voting on issues where there is a Conflict of Interest, or even the appearance of a conflict. Full disclosure and alternative actions must have been obtained and discussed, and the minutes must disclose that the reasons in which to accept a related transaction are extraordinary.

Article IX(added)

The name and address of the Registered Agent of the Corporation is:
Bobbie J. Williams, 479 Water Way, Ocala, FL 34472

Article X(added)

The name and address of the Incorporator is:
Rev. Dr. Bernard W. LeCorn, 9475 SE 35th Court, Ocala, FL 34480

Article XI(added)

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other 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, or corresponding section of 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 XII(added)

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

The date of the amendment(s) was 5/28/02

Adoption of Amendment:

☐ 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 member entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Bernard W. LeCorn
Signature of Chairman, Vice Chairman, President or other officer

Bernard W. LeCorn
Typed or Printed name

President
Title

5/30/02
Date