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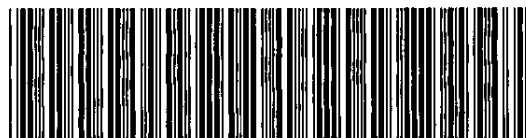
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MAY 03 2013

T. ROBERTS

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Big Bend Community Based Care, Inc.

DOCUMENT NUMBER: N02000002215

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

Please return all correspondence concerning this matter to the following:

Pamela K. Bailey

(Name of Contact Person)

Bryant Miller Olive P.A.

(Firm/ Company)

101 North Monroe Street, Suite 900

(Address)

Tallahassee, FL 32301

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Pamela K. Bailey

(Name of Contact Person)

at ( 850 ) 222-8611

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

**ARTICLES OF AMENDMENT  
OF  
BIG BEND COMMUNITY BASED CARE, INC.**

FILED  
2013 MAY -3 PM 3: 34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED duly authorized officer of Big Bend Community Based Care, Inc., a Florida non-profit corporation (the "Corporation") organized under Chapter 617, Florida Statutes, hereby executes these Articles of Amendment for the purpose of amending the existing Amended and Restated Articles of Incorporation of the Corporation, as permitted by Section 617.1002, Florida Statutes.

1. The name of the Corporation is Big Bend Community Based Care, Inc.
2. The Amendments set forth in paragraph 3 below have been approved by the unanimous consent of the Corporation's members and board of directors at a meeting called and held for such purpose on December 13, 2012. The Amendments were approved by the unanimous vote of the members entitled to vote thereon, which vote was sufficient for approval.
3. Article III is hereby amended in its entirety to read as follows:

**ARTICLE III**  
**PURPOSES**

The purposes for which the Corporation is organized are limited to the educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Subject to such limitation, the Corporation's purposes are to support and promote the welfare of underprivileged and disadvantaged children (and the families of underprivileged or disadvantaged children) and to foster public awareness of the issues and challenges faced by underprivileged and disadvantaged children in the State of Florida (and in any other jurisdictions where the Corporation may in the future become qualified to conduct its activities). Such purposes shall include, but not be limited to, the following: (i) providing child protection and welfare services to children, by and through agreements with agencies and instrumentalities within the State of Florida (including, without limitation, under contracts with the State of Florida, Department of Children and Families); (ii) providing counseling, substance abuse treatment and counseling, and other mental health services for children and adults (including, without limitation, under contracts or agreements with agencies and instrumentalities of the State of Florida); and (iii) providing other services (and services incidental) to the services described in clauses (i) and (ii). For purposes hereof, "children" means

persons who have not attained the legal age of majority in the jurisdiction in which they reside.

In addition to the powers more specifically provided for in Article IV below, the Corporation is organized and empowered to do any and all acts and things, and to exercise any and all powers as are now or hereafter lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida in furtherance of its purposes.

The activities in which the Corporation may engage include, but are not limited to, the following: (i) to provide foster care, emergency shelter and group home care and facilities; (ii) to provide individual and group services, counseling and mental health services, and substance abuse treatment and services, to children and families to facilitate growth and reunification; (iii) to help abused, neglected, and abandoned children; (iv) to provide community education about the needs and issues of persons requiring the child welfare services and the counseling and substance abuse treatment and care services provided by the Corporation, in furtherance of the tax exempt purposes of the Corporation and to those ends to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to the amount of value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Company's Articles of Incorporation, as hereby amended, the Bylaws of the Corporation; or any laws applicable thereto, and to do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Code; (v) to engage in other charitable endeavors from time to time; and (vi) to engage in any other related social services.

Notwithstanding any other provision to the contrary contained herein, in no event shall the Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Code; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the

publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests. No part of the assets or earnings of the Corporation shall inure to the benefit of private interests.

4. Article IX is hereby amended by deleting the first full sentence of that Article and replacing it with the following sentence:

"The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than seven (7) natural persons who are eighteen years of age or older but who need not be residents of the State of Florida; provided, however, that the Board of Directors may increase the maximum permitted number of directors to more than seven (7) under the circumstances and in the manner provided for in the Bylaws of the Corporation."

Except as expressly stated above, the remainder of Article IX shall remain in full force and effect.

4. Except as expressly amended by these Articles of Amendment, the Amended and Restated Articles of Incorporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been made and executed for the purpose of filing the same with the appropriate office of the Secretary of State, State of Florida, this \_\_\_\_ day of April, 2013.

**Big Bend Community Based Care, Inc.**

By: 

Mike Watkins, President