

Burnette-Harmon-Wood Community Resource Center

304 Tilden Road

Fort Walton Beach, Florida 32548

N02000002516

2002 Board of Trustees

September 24, 2002

Executive Board

Barry Gray

Co-Chairperson

Tammy Riley

Co-Chairperson

Winters Tilden

Secretary

Gladys Riley

Treasurer

Trustees

Myella Hawthorne

Dr. James Hill

Lloyd Richard

Dora Riley-Broadman

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

Please accept these Amended and Restated Articles of Incorporation for filing with the state of Florida. All required documentation and filing fees are submitted in accordance with Florida Statute 617.01201.

The contact person is:

Tammy D. Riley
Co-Chairperson
5347 Winding Glen Drive
Lithonia, Georgia 30038
770-322-8222/770-593-9678

Tammy.Riley2@gte.net

Please feel free to contact me for any additional information or questions.

Sincerely,

Tammy D. Riley

Tammy D. Riley
Co-Chairperson

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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Amended
11-18-02
CPT



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 3, 2002

TAMMY RILEY
5347 WINDING GLEN DRIVE
LITHONIA, GA 30038

SUBJECT: BURNETTE-HARMON-WOODS COMMUNITY RESOURCE
CENTER, INC.
Ref. Number: N02000002516

We have received your document for BURNETTE-HARMON-WOODS COMMUNITY RESOURCE CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Document Specialist

Letter Number: 102A00055691

Call

Burnette-Harmon-Wood Community Resource Center

P.O. Box 16

Mary Esther, Florida 32569-0016

248-4370/fax 936-4102

2002 Board of Trustees

Executive Board

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Dimitri Tolden

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Lloyd Richard

Debra Riley-Broadnax

September 24, 2002

Division of Corporations
Amendment Section
Attn: Ms. Carol Mustain
P.O. Box 6327
Tallahassee, Florida 32314

RE: Ref No. N02000002516

Dear Ms. Mustain:

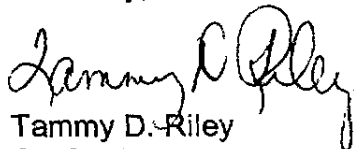
Please accept these Amended and Restated Articles of Incorporation for filing with the state of Florida. All required documentation and filing fees were previously submitted in accordance with Florida Statute 617.01201.

The contact person is:

Tammy D. Riley
Co-Chairperson
5347 Winding Glen Drive
Lithonia, Georgia 30038
770-322-8222/770-593-9678

Please feel free to contact me for any additional information or questions.

Sincerely,



Tammy D. Riley
Co-Chairperson

Enclosures: Your ltr dtd October 3, 2002
Amended and Restated Articles

**AMENDED AND RESTATED ARTICLES OF THE CORPORATION
OF
BURNETTE-HARMON-WOODS COMMUNITY RESOURCE CENTER, INC.**

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity in compliance with Chapter 617 Florida Statute, adopts the following articles of incorporation.

ARTICLE I. NAME/REGISTERED OFFICE

The name of this corporation is **Burnette-Harmon-Woods Community Resource Center, Inc.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is located at 304 Tilden Road, Fort Walton Beach, Florida 32548.

ARTICLE III. PURPOSE

The purposes for which this organization is organized are exclusively religious, charitable, scientific, literary, civic, cultural, recreational, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV. MANNER OF ELECTION/MEMBERSHIP

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's By-laws. No Director shall have any right, title, or interest in or to any property of the corporation. The directors of the Corporation shall be entitled to vote on all matters permitted by applicable law.

The Board of Directors shall be responsible for submitting a list of candidates for potential board members for all board functions, officers to the board, and memberships in board-related categories. Such nominations shall be subject to approval of voting members of the Board of Directors as appropriate, and, as provided for in the By-laws, at any regular meeting of the Board of Directors.

Any action to be taken at a meeting of the directors of the Corporation may be taken without a meeting if a written consent or consents, setting forth the action so taken, shall

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TALLAHASSEE, FLORIDA

be signed by the persons who would be entitled to vote at a meeting having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take action at a meeting at which all directors entitled to vote were present and voted. Notice, as provided by the Code, shall be given of the taking of any such corporate action without a meeting by less than unanimous written consent to those directors on the record date whose directorship were not represented on the written consent.

ARTICLE V, INDEMNIFICATION

The liability of a director of the Corporation to the Corporation or its directors for monetary damages for breach of duty of care or other duty as a director shall be limited to the fullest extent permitted under the Florida Not for Profit Corporation Statute, as amended including, but not limited to, the provisions of Section 14-3-202(b)(4) of the Code, as amended.

ARTICLE VI, EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others 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 purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions 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 the corresponding provision of any future United States Internal Revenue law, 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 VII, DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE VIII, PERSONAL LIABILITY

No officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of

the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX, DISSOLUTION

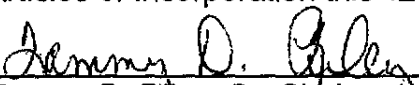
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal, state, or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE X, ADOPTION OF AMENDED AND RESTATED ARTICLES

There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors. These amended and restated Articles were duly approved, by unanimous vote by the Board of Directors on September 18, 2002. The number of votes cast was sufficient for approval and adoption of these amended and restated articles; and in accordance with the provisions of Florida Statute, Not for Profit Corporation Chapter 617.1002.

The Corporation is organized pursuant to the Florida Statute, Chapter 617, Not for Profit Corporations.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 12th day of November 2002.



Tammy D. Riley, Co-Chairperson