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TALLAHASSEE, FLORIDA

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The logo for the South Florida Mental Health Association (SFMHA) is a black square with the letters "SFMHA" in white, sans-serif font.

SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC.

7160 SW 64 STREET

MIAMI, FL 33143

PHONE 786/286-2303 FAX 305/668-6140

www.sfmha.org

HONORARY DIRECTORS

March 10, 2003

Thelma A. Gibson
Athalie M. Range
Albert Collazo
Otis Pitts
William M. Stokes

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

Dear Sir / Madam,

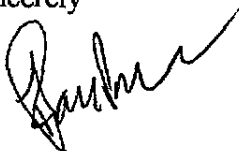
Enclosed for your review are the amendments to the original articles of incorporation of the South Florida Mental Health Association, Inc as filed on December 19, 2002.

Also included is a check in the amount of \$43.75 to cover the filing fees and a request for certified copies.

If you have any questions, please call me at 305-510-0539.

Thank You in advance.

Sincerely

A handwritten signature in black ink, appearing to read "Dipakray M. Parekh".

Dipakray M. Parekh
Chairperson

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

South Florida Mental Health Association, Inc.

(present name)

(Document Number of Corporation (If known))

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.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Articles III through VII have been deleted and replaced by Articles III through XI.

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TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: 1/06/03

THIRD: Adoption of Amendment (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 of Chairman, Vice Chairman, President or other officer

Dipakray M. Parekh

Typed or printed name

Chairman

Title

2/17/03

Date

Amended and Restated Articles of Incorporation of the South Florida Mental Health Association, Inc.

Pursuant to the provisions of Section 617.1002, 617.1006 and 617.1007 of the Florida Not-For-Profit Corporation Act, the undersigned Florida not-for-profit Corporation hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is: SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC. (hereinafter referred to as the "Corporation").
2. There are no members entitled to vote on an amendment to the Corporation's Articles of Incorporation.
3. The following Amended and Restated Articles of Incorporation were adopted by a majority vote of the Board of Directors of the Corporation present and voting on January 6th, 2003, in the manner prescribed by Section 617.1002 of the Florida Not for Profit Corporation Act, and by the Articles of Incorporation and By-Laws of the Corporation.
4. The text of the Corporation's Amended and Restated Articles of Incorporation is as follows:

ARTICLE I: NAME

The name of the Corporation shall be SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC. (hereinafter referred to in these Articles as the "Corporation").

ARTICLE II: CORPORATE OFFICE

The principal office and mailing address of the Corporation is 7610 S. W. 64 Street, Miami, Florida 33143.

ARTICLE III: PURPOSE

The Corporation is founded to address all aspects of individual and community mental health and mental illness. The Corporation's mission is to improve the mental health of all South Floridians through advocacy, education, research and service. It believes that good mental health reflects body, mind, and spirit, and recognizes the essential relationship between healthy individuals and healthy communities.

The Corporation is committed to the four pillars of mental health: *research, advocacy, education, and service*. In collaboration with public and private entities, the healthcare community, government, consumers, social service providers, local universities and colleges, the media, volunteers, and many others, the Corporation works to ensure the needs of individuals, families, and the communities are met with appropriate information, referrals, support, and services.

Said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The activities of the Corporation shall be consistent with Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, Title 26 of the United States Code, including corresponding provisions of any subsequent federal tax laws.

ARTICLE IV: MEMBERSHIP

Membership in the Corporation is divided into two classes, one class to be known as the directors, and the other class to be known as general members. The directors shall be the members of this Corporation with the sole voting power in the management, control and operation of the Corporation. Collectively, the directors shall constitute the Board of Directors.

General members of this Corporation may be natural persons, corporations, foundations or other legal entities, including governmental bodies and such members may be admitted to the Corporation by a majority vote of the Board of Directors. The directors may establish categories of general membership. The conditions and regulations of general membership and the rights and other privileges of the various categories of general membership in the Corporation shall be determined by the directors.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI: OFFICERS

The policies and operations of this Corporation shall be executed by a Chairperson, a Vice-Chairperson, a Secretary, and a Treasurer, who shall be elected by the Board of Directors at its annual meeting to be held at such time and place as shall be prescribed by the By-Laws.

ARTICLE VII: BOARD OF DIRECTORS: QUORUM

The Corporation shall be managed by a Board of Directors to be not less than three members, but it may be comprised of any number in excess thereof. Directors will be elected by a majority vote of a quorum of the then existing Board of Directors. A quorum of the Board of Directors for the conduct of business of the Board shall consist of no less than one-third (1/3) of the members of the board of Directors. The members of the existing Board of Directors, who are to serve until the next annual meeting of the Directors and their successors have been elected and qualified, are:

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Dipakray M. Parekh	7610 S. W. 64 Street, Miami, Florida 33143
Maritza Ejenbaum	7430 Gary Avenue, Miami Beach, Florida 33141
Carol Lambdin	138 N. W. 106 Street, Miami Shores, Florida 33150

ARTICLE VIII: REGISTERED AGENT

The registered agent of the Corporation is 7610 S. W. 64 Street, Miami, Florida 33143, and the registered agent of the Corporation at that address is Dipakray M. Parekh.

ARTICLE IX: AMENDMENT OF ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by the Board of Directors by a majority vote of a quorum of members of the Board of Directors present and voting at a special meeting called for that purpose, provided notice of the proposed amendment has been forwarded to each Director not less than fourteen (14) days prior to the meeting at which the amendment is to be voted upon.

ARTICLE X: CHARITABLE LIMITATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) 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, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI: DISPOSITION OF ASSETS

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all assets by transfer for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, the undersigned has executed these Restated and Amended Articles of Incorporation by its duly authorized officer this 6th day of January 2003.

SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC.



By: Dipakray M. Parekh, Chairperson

**CERTIFICATE DESIGNATING RESIDENT AGENT
AND REGISTERED OFFICE**

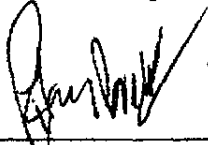
The following designation and acceptance are submitted in compliance with Chapter 48.091, Florida Statutes.

DESIGNATION

The SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC. hereby designates Dipakray M. Parekh as its registered agent and 7610 S. W. 64 Street, Miami, Florida 33143 as its registered office.


ACCEPTANCE

Having been named as registered agent for the above named Corporation, I hereby agree to act in such capacity for such Corporation at its registered office.



Dipakray M. Parekh
Registered Agent

SOUTH FLORIDA MENTAL HEALTH ASSOCIATION, INC.



By: Dipakray M. Parekh, Chairperson