

N02000009961

Brian Kemp

(Requestor's Name)

125 S. Gadsden St. Ste 300

(Address)

~~Tallahassee, FL~~

(Address)

Tallahassee, FL 32301

(City/State/Zip/Phone #)



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Treasure Coast Enterprise Fund, Inc.

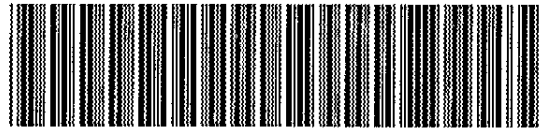
(Business Entity Name)

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Restated
Articles

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TALLAHASSEE, FLORIDA

FILED
03 SEP 23 AM 11:42
TALLAHASSEE, FLORIDA

RESTATED
ARTICLES OF INCORPORATION
OF
TREASURE COAST ENTERPRISE FUND, INC.

FILED
03 SEP 23 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, being all of the directors of this corporation, hereby execute and adopt these Restated Articles of Incorporation for the Treasure Coast Enterprise Fund, Inc. and hereby associate ourselves for the purpose of continuing as a corporation not for profit under and pursuant to Chapter 617, Laws of the State of Florida. These Restated Articles of Incorporation shall supercede the original Articles of Incorporation.

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be "Treasure Coast Enterprise Fund, Inc."

ARTICLE II
INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address for Treasure Coast Enterprise Fund, Inc. ("TCEF") shall be:

301 East Ocean Boulevard, Suite 300
Stuart, FL 34994

ARTICLE III
CORPORATION PURPOSE

The purposes of this corporation are charitable and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code and it's valid regulations. The corporation is intended to promote social and community welfare, and reduce the burdens of local government and governmental agencies, in the four counties of the Treasure Coast region of Florida, Palm Beach, Martin, St. Lucie, and Indian River, by promoting job growth and the creation of livable wage jobs in economically disadvantaged communities and other areas within the Treasure Coast region. Corporate activities will include working with county and municipal government units and civic organizations within the Treasure Coast region to assist with the creation and promotion of small business opportunities by making low cost loans to individual proprietors or small business entities within economically disadvantaged communities who would not otherwise be able to obtain startup funds or working capital from conventional commercial sources, and also, by making low cost loans to individual proprietors or small business entities who would not otherwise be able to obtain startup funds or working capital from conventional commercial sources who may not be located in economically disadvantaged communities but where such loans are likely to result in the creation of livable wage jobs for persons of low or moderate income. The

corporation will also sponsor small business educational programs. The corporation may conduct such other activities as its Board of Directors deems necessary or desirable to further the foregoing purposes of the corporation provided such activities are consistent with the requirements of Section 501 (c)(3) of the Internal Revenue Code and its valid regulations. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual nor shall any substantial part of the activities of the corporation consist of carrying on propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE IV **POWERS**

Subject to the provisions and limitations set forth in these Articles of Incorporation the powers of the corporation shall be as set forth in the bylaws.

ARTICLE V **INCOME AND DISTRIBUTION**

The corporation shall neither have nor issue any stock. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 for in the purpose clause hereof.

ARTICLE VI **PROHIBITED ACTIVITIES**

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 any candidate for public office.

ARTICLE VII **DISTRIBUTION ON DISSOLUTION OR LIQUIDATION**

Upon the dissolution of TCEF, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (C) (3) of the IRS 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. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in 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.

ARTICLE VIII
BOARD OF DIRECTORS AND METHOD OF ELECTION

The following named initial Board of Directors shall manage and direct the affairs of this corporation until their successors have been duly elected.

Michael J. Busha-Chairperson, director
Terry Hess-Vice Chairperson, director
Gregory P. Vaday, director

The method of election of directors shall be as stated in the bylaws.

ARTICLE IX
MEMBERSHIP

The membership of the corporation shall consist solely of the members of the Board of Directors.

ARTICLE X
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The registered office and the principal address of the corporation shall be at 301 East Ocean Boulevard, Suite 300, Stuart, FL 34994. The registered agent at that address shall be Michael J. Busha.

ARTICLE XI
EXISTENCE

This corporation shall have perpetual existence commencing on December 30, 2002 the date of filing of the original Articles of Incorporation with the Florida Department of State.

ARTICLE XII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are as follows:

Michael J. Busha
301 East Ocean Boulevard, Suite 300
Stuart, FL 34994

ARTICLE XVI
AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by any member of the Board of Directors and may be adopted by the affirmative vote of a majority of the Board of Directors except that no amendment shall be effective unless and until written consent for the amendment is given by the Executive Director or Chairman of the Treasure Coast Regional Planning Council.

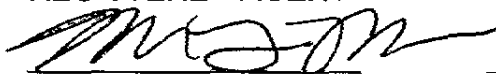
CERTIFICATE

These Restated Articles of Incorporation do not contain any amendment to the Articles of Incorporation that require member approval. The board of directors have adopted these Restated Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have executed these Restated Articles of Incorporation this September 20, 2003.

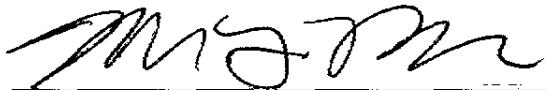
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT



Michael J. Busha

The undersigned, constituting all of the directors of this corporation and its incorporator, do hereby approve and adopt these Restated Articles of Incorporation this September 20, 2003.



Michael J. Busha, as Chairperson of the Board of Directors, as Incorporator, and as Executive Director of the Treasure Coast Regional Planning Council



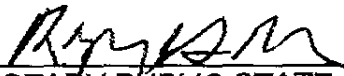
Terry Hess, as Vice Chairperson of the Board of Directors



Gregory P. Vaday, as director

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this September 20, 2003, by Michael J. Busha, Terry Hess, and Gregory P. Vaday of Treasure Coast Enterprise Fund, Inc. all of whom are personally known to me.


NOTARY PUBLIC STATE OF FLORIDA
Printed Name: Roger G. Saberson
Commission Number:
Commission Expiration Date:

