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COR AMND/RESTATE/CORRECT OR O/D RESIGN
JOHN KNOX VILLAGE OF FLORIDA FOUNDATION, INC.

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Approved by JKV Foundation Board of Directors 11-16-21

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JOHN KNOX VILLAGE OF FLORIDA FOUNDATION, INC.

(A Florida Not-for-Profit Corporation)

Pursuant to Section 617.1007, Florida Statutes, John Knox Village of Florida Foundation, Inc., a Florida not-for-profit corporation (the "Corporation"), by its undersigned President, has adopted the following Amended and Restated Articles of Incorporation:

I.
NAME OF CORPORATION

The name of the Corporation is:

John Knox Village of Florida Foundation, Inc.

The principal address and the mailing address of the Corporation is:

651 SW 6th St.
Pompano Beach, FL 33060

II.
PURPOSES

The purposes for which the Corporation is organized are 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 of 1986, or the corresponding section of any future United States Internal Revenue Law.

The general nature, objects, and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, scientific, educational, environmental, cultural, or other charitable purposes, including:

(a) To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are consistent with its purposes; or

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(b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the Board of Directors of the Corporation (the "Board of Directors"), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors, or other private persons, except that the Corporation shall be authorized and empowered to make reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. 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. Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future United States Internal Revenue Law.

The Corporation is a public charity under Section 509(a)(1) whose primary purpose is to support the charitable activities of John Knox Village of Florida, Inc., a Florida not-for-profit corporation ("John Knox Village"), an organization described in Section 501(c)(3) and 509(a)(2) of the Internal Revenue Code of 1986, as amended.

III.

MEMBERS

The Corporation will not have members as that term is used in the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

IV.

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of Directors will be as stated in the Bylaws.

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**V.
OFFICERS**

All officers of the Corporation, as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the Bylaws of the Corporation or determined by the Board of Directors.

**VI.
CORPORATE EXISTENCE**

The existence of the Corporation shall be perpetual, until dissolved in accordance with the Bylaws.

**VII.
BYLAWS**

The Board of Directors shall adopt Bylaws consistent with these Amended and Restated Articles of Incorporation. Thereafter, the Bylaws may be altered, amended, or rescinded by the Board of Directors in the manner provided in such Bylaws.

**VIII.
COMMITTEES**

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

**IX.
REGISTERED OFFICE**

The street address of the registered office of the Corporation is 651 SW Sixth Street, Pompano Beach, Florida 33060, and the name of the registered agent of the Corporation at that address is the Fran Murphy.

**X.
DISTRIBUTION UPON DISSOLUTION**

Upon the liquidation, dissolution or other discontinuance of the business and operation of the Corporation, any surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to John Knox Village, provided that such

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organization is still in existence and is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future United States Internal Revenue Law, or if John Knox Village does not satisfy such qualifications, then in the discretion of the Board of Directors to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future United States Internal Revenue Law.

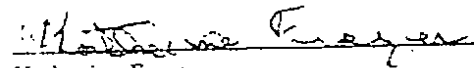
XI.

AMENDMENT TO ARTICLES

The Board of Directors may amend, alter, change, or repeal any provisions contained in these Amended and Restated Articles of Incorporation, or any amendment hereto, by a majority vote of the Directors then in office.

There are no members or members entitled to vote on these Amended and Restated Articles of Incorporation. These Amended and Restated Articles of Incorporation were approved and adopted by the Board of Directors on November 16, 2021.

IN WITNESS WHEREOF, the President has executed these Amended and Restated Articles of Incorporation this 16th day of November 2021.


Katherine Frazer
As its President

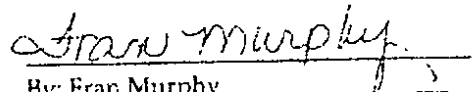
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ACCEPTANCE OF REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of the Corporation, to accept service of process upon said Corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.

Fran Murphy

A handwritten signature in cursive script, appearing to read "Fran Murphy", is written over a horizontal line.

By: Fran Murphy _____
As its Chief Compliance Officer
Registered Agent

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