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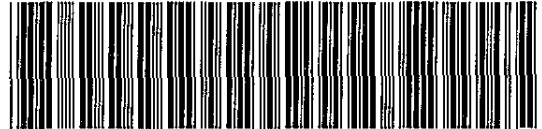
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COVER LETTER

TO: Amendment Section
Division of Corporations

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04 OCT 19 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME OF CORPORATION: Order of Emancipated Americans &
Gadsden County, Florida, Inc

DOCUMENT NUMBER: NO4000000330

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

Please return all correspondence concerning this matter to the following:

MARVA A. DAVIS
(Name of Contact Person)

MARVA A. DAVIS, P.A.
(Firm/ Company)

P.O. Box 551
(Address)

Quincy, FL 32351
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

MARVA A. DAVIS at (850) 875-9300
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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

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

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**AMENDED ARTICLES OF INCORPORATION
OF
ORDER OF EMANCIPATED AMERICANS
OF GADSDEN COUNTY, FLORIDA, INC.**

ARTICLE I. **NAME**

The name of the corporation shall be ORDER OF EMANCIPATED AMERICANS OF GADSDEN COUNTY, FLORIDA, INC.

ARTICLE II. **PRINCIPAL OFFICE**

The principal place of business of this corporation shall be 213 E. Clark Street, Quincy, Florida 32351, and the mailing address shall be 707 East G. F. & A Drive, Quincy, Florida 32351.

ARTICLE III. **PURPOSE**

This corporation is organized as a lodge exclusively for charitable and religious purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This corporation shall operate and manage its affairs and property as determined from time to time in accordance with its By Laws, rules and regulations, and other applicable documents, in the manner as the members direct. The general nature of the corporation shall be to help raise fallen humanity, to care for and wait upon the poor, to care for widows and orphans, to educate and teach people the right and proper way of

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TALLAHASSEE, FLORIDA

living; to conduct and carry on a benevolent endowment department; to bury their dead; establish and organize subordinate associations throughout the State of Florida, the United States and foreign countries; to make and publish secret ritual for the uses of said corporate body and subordinate associations.

ARTICLE IV. **EXISTENCE**

This organization was originally incorporated on November 12, 1935 and has continuously operated as an association since its inception. However, to be in compliance with current corporate laws, the organization is re-incorporating and the new effective date of the existence of this corporation shall March 24, 2004. The Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE V. **POWERS**

This corporation shall have all the power of a religious organization and all the statutory power of a charitable, religious corporation and all the powers and duties as set forth in the Bylaws, rules and regulations of the corporations, and other documents and agreements as legally entered into or executed by the appropriate officers of the corporation. The corporation shall have exclusive rights to its rituals, and the power to issue bonds and mortgages, to acquire and take over businesses or any other undertaking that is germane to carrying on the main objects of said corporation; to acquire, buy, own, sell, mortgage convey, dispose and to otherwise deal in real estate and personal property, tangible and intangible property, or mixed property, franchises and privileges of whatsoever kind or character, and wherever located.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other 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 purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provision 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 corresponding section of any future federal tax code, 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 VI. **MEMBERS**

Applicants for membership and members must be mentally and physically sound; must not use stimulants excessively; must believe in a Supreme Being, a future reward and punishment. Applicants and members may not be under the age of 12 years and must be of good moral character.

Admission to membership shall be by application and approval by two-third of the membership present at the meeting when the application is considered. Each applicant shall pay an admission fee, the amount of which should be set by the Board of Directors.

ARTICLE VII. **DIRECTORS AND OFFICERS**

The business of the corporation shall be conducted by a Board of Directors. The Board of Directors may consist or

one or more persons, but no more than seven. There shall be a President and a Secretary and Treasurer, or Secretary/Treasurer of the Corporation. There may be a Vice President and other officers of the Corporation as Directors or the MOST WORTHY SHEPHERD decided are needed from time to time.

ARTICLE VIII. **INITIAL BOARD OF DIRECTORS**

The initial Board of Directors & Corporate Officers shall be:

WILLIAM HOUSTON
949 POINT MILLIGAN ROAD
QUINCY, FLORIDA 32351

Dir. & Pres.

JAMES MUSE
654 MLK Blvd
Midway, Florida 32343

Dir. & Vice Pres.

CORNELIUS HARRIS
P. O. BOX 144
Gretna, Fl 32332

Dir. & Chairman

LEROY MARSHALL
605 Mt. Hosea Road
Quincy, Florida 32351

Dir. & SEC.

ESTELLE FOREHAND-DIXIE
707 EAST G F & A DRIVE
Quincy, FLORIDA 32351

DIR. & TREAS.

ARTICLE IX. **MANNER OF ELECTION**

Whenever the law of the land requires a specific manner of election, then elections shall be held in accordance with the established law. When no civil law directs the manner of election, the Board of Directors shall be established as follows: The MOST WORTHY SHEPHERD shall appoint up to 3 members to serve on the Board of Directors and the

members in good standing who attend the Annual Membership meeting of the corporation shall elect up to 3 members, to serve on the Board of Directors by a majority vote. In case of a tie vote, then the MOST WORTHY SHEPHERD shall break the tie. Directors may be removed by a majority vote of the members at a duly noticed special meeting; however, the MOST WORTHY SHEPHERD shall have the right to veto and override the vote for good cause shown.

ARTICLE X. **INITIAL REGISTERED AGENT**

The initial registered agent shall be ESTELLE DIXIE-FOREHAND whose street address is:

707 EAST G F & A DRIVE
Quincy, Florida 32351

and whose mailing address is
707 East G F & A Drive
Quincy, Florida 32351

ARTICLE XI. **INCORPORATORS**

The founders of this corporation and subscribers to these articles of incorporation are:

WILLIAM HOUSTON
949 POINT MILLIGAN ROAD
QUINCY, FLORIDA 32351

Dir. & Pres.

JAMES MUSE
654 MLK Blvd
Midway, Florida 32343

Dir. & Vice Pres.

CORNELIUS HARRIS
P. O. BOX 144
Gretna, Fl 32332

Dir. & Chairman

LEROY MARSHALL
605 Mt. Hosea Road
Quincy, Florida 32351

Dir. & SEC.

ESTELLE DIXIE-FOREHAND
707 EAST G F & A DRIVE
Quincy, FLORIDA 32351

Dir. & TREAS.

ARTICLE XII. **AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by consent of a simple majority vote of the Board of Directors. Nothing herein prevents the Board of Directors from electing to have the vote or consent of the membership for amending, altering, changing or repealing any provision of the Articles of Incorporation. All rights of the members of this corporation are granted subject to this reservation.

ARTICLE XIII. **BYLAWS**

The Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended, changed or repealed in the manner provided by the Bylaws.

ARTICLE XIV. **DISSOLUTION**

Upon 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, or corresponding sections of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the

organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, we the undersigned subscribers to these Amended Articles of Incorporation, have set our hands and seals this 18th day of October, 2004.

William Houston
WILLIAM HOUSTON

James Muse
JAMES MUSE

Cornelius Harris
CORNELIUS HARRIS

Leroy Marshall
LEROY MARSHALL

Estelle Dixie Forehand
ESTELLE DIXIE-FOREHAND

STATE OF FLORIDA
COUNTY OF GADSDEN

I HEREBY CERTIFY that on this 18th day of October, 2004, before me, an officer duly authorized, personally appeared WILLIAM HOUSTON, JAMES MUSE, CORNELIUS HARRIS, LEROY MARSHALL, ESTELLE DIXIE-FOREHAND, who are well known, and who executed the foregoing instrument and they acknowledged before me that they executed said instrument.

WITNESS my hand and official seal in the County and State aforesaid, this day and year last above written.

Marva A. Davis
MARVA A. DAVIS

Notary Public

My Commission Expires: _____



Marva A. Davis
MY COMMISSION # DD244513 EXPIRES
September 12, 2007
BONDED THRU TROY FAIR INSURANCE, LLC

The date of adoption of the amendment(s) was: October 18, 2004
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.

ACCEPTANCE BY REGISTERED AGENT

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

Estelle Dixie Forehand
ESTELLE DIXIE-FOREHAND
Registered Agent