

N04000004230

Douglas Sunshine  
(Requestor's Name)

215 S. Monroe Street, Ste 600  
(Address)

(Address)

Tallahassee FL 32301  
(City/State/Zip/Phone #)

☐ PICK-UP ☒ WAIT ☐ MAIL

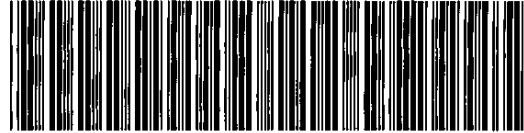
(Business Entity Name)

(Document Number)

Certified Copies ☒ Certificates of Status ☐

Special Instructions to Filing Officer:

Office Use Only



000082234630

*Amended &  
Restated*

10/06/06--01013--002 \*\*78.75

12/20/06--01010--010 \*\*35.00

FILED  
RECEIVED  
06 DEC 20 PM 12:01  
2006 DEC 20 AM 11:02  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
NOT RETURNED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

*File as per  
Karon Bejer*

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**Gadsden Community Healthy Start Coalition, Inc.  
N04000004230**

**FILED**

06 DEC 20 PM 12: 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation hereby adopts and amends in its entirety the original articles of incorporation for the above referenced corporation and in place thereof adopts the following amended and restated articles of incorporation. To the extent that any provision found within the original articles of incorporation is inconsistent with these amended and restated articles, these articles shall prevail.

**ARTICLE I. NAME**

The name of the Corporation is **GADSDEN COMMUNITY HEALTHY START COALITION, INC.**

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address for this corporation shall be 15 E. Jefferson Street, Quincy, Florida 32351.

**ARTICLE III. DURATION**

The period of duration of this Corporation is perpetual.

**ARTICLE IV. PURPOSES**

A. This corporation is organized for charitable, educational and health purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended. This corporation shall operate and manage its affairs and property as determined from time to time in accordance with its Bylaws, rules and regulations, and other applicable documents, which shall include conducting and encouraging community advocacy, community organizing, and mobilization among residents of Gadsden County, Florida concerning Maternal and Child Health. The corporation is also organized to help reduce the disparity in prenatal health indicators; to enhance the growth and development of infants; to promote longer interconceptional intervals and preventive health-risk behaviors among women; and enhance the prenatal care system.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift,

purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, manage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

D. To do any such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE V. **EXISTENCE**

The effective date of the existence of this corporation shall be April 22, 2004. This corporation shall have perpetual existence unless dissolved according to law.

#### ARTICLE VI. **POWERS**

This corporation shall have all the power, statutory or otherwise, of a charitable, educational and health organization and all the powers and duties as set forth in the bylaws, rules and regulations of the Corporation, and any other documents and agreements as legally entered into or executed by the appropriate officers of the Corporation.

#### ARTICLE VII. **MEMBERSHIP**

The membership of the Corporation shall be open to all residents and service providers of Gadsden County as well as regional or state governmental representatives and faith based organizations. Membership may be voluntarily or involuntarily suspended for a period of time or may be terminated by withdrawal, dismissal, expulsion, or death. Membership may be restored in accordance with the bylaws, rules and regulations of the Corporation.

#### ARTICLE VIII. **DIRECTORS AND OFFICERS**

The business and management of the Corporation shall be vested in and conducted by an Executive Board of Directors. The Executive Board of Directors may consist of one or more persons, but not more than 25. There shall be a President, President-Elect, a Secretary and a Treasurer, or a Secretary/Treasurer of the Corporation. The initial directors are elected by the incorporators. After that, each director shall be elected by majority vote of the Board of Directors in the manner and at the times set forth in the bylaws.

#### ARTICLE IX. **BOARD OF DIRECTORS**

The name, address, and office of each current Director of the Corporation, who were elected from and by the members of the Gadsden County Extension Education Advisory Council, are as follows:

Elmon Lee Garner  
President  
15 E. Jefferson Street  
Quincy, Florida 32351

Judy Bergantino  
President-Elect  
15 E. Jefferson Street  
Quincy, Florida 32351

Dr. Carla Holloman  
Secretary  
15 E. Jefferson Street  
Quincy, Florida 32351

Arrie M. Battle  
Treasurer  
15 E. Jefferson Street  
Quincy, Florida

#### ARTICLE X. **MANNER OF ELECTION**

The directors shall be elected at an annual membership meeting duly called and noticed for the purpose. The election shall be by plurality of those voting members present and in good standing.

#### ARTICLE XI. **DISSOLUTION**

In the event of dissolution, any residual assets of the Corporation shall be turned over to one or more organizations within Gadsden County, which are exempt not for profit organizations organized under Chapter 617, Florida Statutes, for exclusive public purpose, or charitable organizations, as described in Section 501(c)(3) of the Internal Revenue Service, for exclusive public purpose.

ARTICLE XII. REGISTERED AGENT

The name and street address of the registered agent of this Corporation is:

Kelly Parker  
Executive Director  
Gadsden Community Healthy Start Coalition, Inc.  
23186 Blue Star Hwy  
Quincy, Florida . 32351

ARTICLE XIII. AMENDMENTS

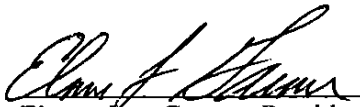
The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Amended and Restated Articles of Incorporation by a simple majority vote of the Board of Directors. All rights of the members of this Corporation are granted subject to this reservation.

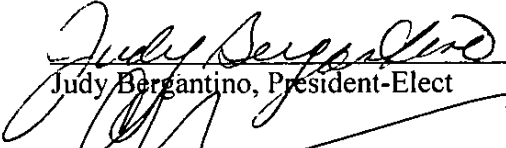
ARTICLE XIV. BYLAWS

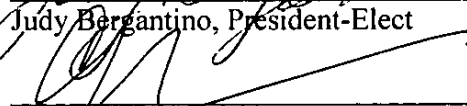
The Bylaws of the Corporation as adopted by the Board of Directors may be altered, amended, changed or repealed in the manner provided in the Bylaws.

**IN WITNESS WHEREOF**, we the undersigned being the Board of Directors of the Corporation have executed these Amended and Restated Articles of Incorporation.

Dated the 18<sup>th</sup> day of December, 2006.

  
Elmon Lee Garner, President

  
Judy Bergantino, President-Elect

  
Dr. Carla Holloman, Secretary

  
Arrie Battle, Treasurer



Carolyn L. Wise  
MY COMMISSION # DD233310 EXPIRES  
August 15, 2007  
BONDED THRU TROY FARM INSURANCE, INC.

