

N0400000439

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BASIC AMENDMENT

SAM'S HOUSE OF BROWARD, INC.

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N04-4393

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Restated Articles
AGM
8/2/04



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 30, 2004

SAM'S HOUSE OF BROWARD, INC.
409 NW 29TH ST
WILTON MANORS, FL 33311

SUBJECT: SAM'S HOUSE OF BROWARD, INC.
REF: N04000004393

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Michelle Milligan
Document Specialist

FAX Aud. #: H04000157238
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RESTATED ARTICLES OF INCORPORATION
OF
SAM'S HOUSE OF BROWARD, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

Document Number of Corporation: N04000004383

In accordance with Section 617.1007, Florida Statutes, the undersigned Florida Corporation, SAM'S HOUSE OF BROWARD, INC., pursuant to a resolution adopted by its board of directors, adopted the following Restated Articles of Incorporation at an annual meeting on July 12th, 2004. Currently, there are no members or members entitled to vote on the resolution of the adoption of the Restated Articles of Incorporation. Therefore, the Restated Articles of Incorporation were adopted by the board of directors. The following Restated Articles of Incorporation do not further amend the Articles of Incorporation.

Article I. NAME

The name of the Corporation is Sam's House of Broward, Inc.

Article II. PRINCIPAL OFFICE & MAILING ADDRESS

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

409 NW 29th Street
Wilton Manors, Florida 33311

Article III. PURPOSE

The Corporation is a not for profit Corporation which is organized exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The specific and general purposes for which the Corporation is organized are:

- a. The specific and primary purposes of this Corporation are to provide transitional housing to individuals enrolled in substance abuse recovery programs. The transitional housing shall include the provisions of three meals per day, per client, as well as all household furnishings. In addition, the Corporation shall provide site monitoring of the transitional living facility to ensure its status as a substance free environment. The Corporation will also provide its transitional housing Clients with various resources to enhance their ability to function independently and to support them in the recovery process. These resources shall include: referrals to times and locations of

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Article VII. INCORPORATOR

The name and address of the Incorporator is:

Madonna Cuddihy
1200 S. Pine Island Road
Plantation, Florida 33324

Article VIII. DURATION

The duration of the Corporation shall be perpetual.

Article IX. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, trustees, 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 III hereof.
2. No substantial part of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article III.
3. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. In no event shall the Corporation 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, all within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. 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 X. MEETINGS

The board of directors of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes.

The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

Article XI. DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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.

The undersigned Chairman of the Board of Sam's House of Broward, Inc., a Florida not for profit Corporation, has executed these Restated Articles of Incorporation effective as of this 29th day of July, 2004.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed the seal of the Corporation, this 29th day of July, 2004.

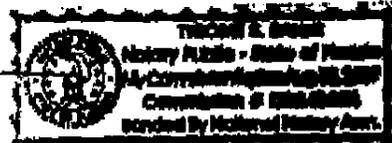
Dated this 29 day of July, 2004.

By: Brian M. Farmer
Brian M. Farmer, Chairman of the Board/Chief Executive Officer

STATE OF Florida COUNTY OF Broward

PERSONALLY APPEARED BEFORE ME, the above signed authority, Brian M. Farmer, Driver's License Number: F656-073-63-1900 who, after being sworn by me, affixed his signature in the space provided above on the 29 day of July, 2004.

Walter L. Smith
NOTARY PUBLIC, State of Florida



My commission expires 8/30/2007

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Sam's House of Broward, Inc., and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my registered agent position as stated in the Restated Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed the seal of the Corporation, this 29th day of July, 2004.

Dated this 29 day of July, 2004.

By: Brian M. Farmer
Brian M. Farmer, Chairman of the Board/Chief Executive Officer

STATE OF Florida COUNTY OF Broward

PERSONALLY APPEARED BEFORE ME, the above signed authority, Brian M. Farmer, Driver's License Number, DL F096-073-63-190-0 who, after being sworn by me, affixed his signature in the space provided above on the 29 day of July, 2004.

Thomas S. Bass
NOTARY PUBLIC, State of Florida

My commission expires 8/30/2007

