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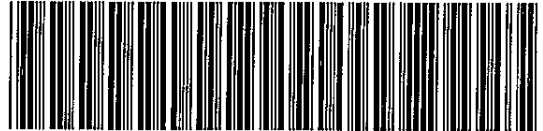
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06 FEB 13 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
+ Restated
Articles
of



February 8, 2006

Personal and Confidential

Attn: Ms. Susan Payne
Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Dear Ms. Payne:

Pursuant to your discussion with our legal counsel, Joshua Jones, enclosed please find payment for filing fees in the amount of \$52.50 for further processing of Gulf Coast TIDE, Inc.'s Amended and Restated Articles of Incorporation. I apologize for the oversight in failing to include it when we first mailed it to you.

As Mr. Jones explained, Gulf Coast TIDE is seeking 501(c)(3) status, and the IRS is anticipating a response to a request for more information by February 15, 2006. That response must include proof that the articles of incorporation have been amended. Anything you can do to expedite the filing and return of documents to Gulf Coast TIDE would be most appreciated.

Thanks so much for your attention!

Sincerely,


Ron Helms

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Gulf Coast TIDE, Incorporated

DOCUMENT NUMBER: N05000003028

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

Please return all correspondence concerning this matter to the following:

Ronnie J. Helms

(Name of Contact Person)

(Firm/ Company)

908 East Brainerd Street

(Address)

Pensacola, Florida 32501

(City/ State and Zip Code)

For further information concerning this matter, please call:

Joshua A. Jones, Volunteer Legal Counsel at (850) 916-7450

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RECEIVED
06 FEB -6 AM 8:00
DIVISION OF CORPORATIONS

FILED

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

06 FEB 13 AM 9:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For

GULF COAST TIDE, INC.

WHEREFORE, the Board of Directors finding a need hereby creates and adopts the following Amended And Restated Articles of Incorporation for Gulf Coast TIDE, Incorporated and for filing with the Florida Secretary of State. These Amended and Restated Articles of Incorporation were created by resolution of the Board of Directors and approved with a sufficient number of votes by the membership of the organization during a special meeting held on January 19, 2006 and pursuant to Florida Statutes 617.1002 and 617.1006.

ARTICLE I NAME

1.01 Name

The name of the corporation is Gulf Coast TIDE, Inc. It shall incorporate and exist perpetually under the State of Florida's Not For Profit Corporation Act, Florida Statutes §617.01, et seq.

ARTICLE II PRINCIPAL OFFICE

2.01 Location

Gulf Coast TIDE, Inc. shall operate from the following location until such time as circumstances require a new location or the Board of Directors shall determine a new location is necessary:

908 East Brainerd Street
Pensacola, FL 32503

ARTICLE III PURPOSE

3.01 Mission Statement

Gulf Coast TIDE, Inc. provides education, empowerment, and visibility within and beyond the Gulf Coast lesbian, gay, bisexual, and transgender (LGBT) community. With it's stated goal: "Together In Diversity & Equality," Gulf Coast TIDE, Inc. seeks to encourage and build stronger ties between those individuals and organizations serving the Gulf Coast LGBT Community - affirming, assisting, and augmenting their efforts - while being actively involved in advocacy efforts to promote tolerance, equality, and diversity.

3.02 Primary Activities

Gulf Coast TIDE, Inc. shall focus its efforts for the following primary functions and shall conduct such activities as necessary and legal to assist those efforts. The members and board of directors shall not authorize any act that would jeopardize non-profit status with the U.S. Internal Revenue Service or the State of Florida:

(A) **Education:** Provide resources to create a heightened level of awareness in the Gulf Coast region of LGBT issues and the contributions to communities made by LGBT

citizens to foster a positive visibility and an atmosphere of tolerance, acceptance, and respect for LGBT individuals and families within the greater Gulf Coast Community.

(B) Coalition Building: Build stronger ties between individuals and organizations within the Gulf Coast LGBT Community to create a sense of unity between these organizations and the Gulf Coast LGBT community.

(C) Communication: Provide informational and interactive resources regarding LGBT issues, events, and services for those living in the Gulf Coast Community as well as those interested in or visiting the Florida Gulf Coast area.

(D) Advocacy: Facilitate a dialogue between local government representatives to combat negative sentiments that impact the rights of those within the LGBT community while promoting/supporting positive efforts that foster tolerance, equality, and diversity.

3.03 Non-profit Activities and Dissolution

Gulf Coast TIDE, Inc. shall be a non-profit organization:

(A) Said organization is organized exclusively for charitable, religious, 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, or corresponding section of any future federal tax code.

(B) 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 private 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 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.

(C) Upon the 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 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 the Circuit Court of the county in which the principal office of the organization 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 IV

MEMBERS, DIRECTORS, AND OFFICERS AND MANNER OF ELECTION

4.01 Non-discrimination policy

Gulf Coast TIDE, Inc. members, Board of Directors, and Officers shall not discriminate against anyone based on gender, gender identity, sexual orientation, race/ethnicity, nationality, familial or marital status, religion, age, or physical or mental impairment.

4.02 Classes of Membership

There shall be 3 (three) classes of membership in Gulf Coast TIDE, Inc. Each individual and student member shall be entitled to one vote on various issues as may arise and/or as required by the By-laws. Each individual participating as part of a family membership shall be entitled to vote in the same manner as individual and student members. The classes of membership shall be defined as follows and exist for one year from the time such necessary information and funds are submitted. The information and funds required for membership shall be submitted to the officer so designated in the By-laws to accept such funds or during formation, the person designated by the Board of Directors.

- (A) **Individual:** an individual may become a member by submitting his/her name, street address, telephone number, and \$20 (twenty dollars).
- (B) **Family:** two or more individuals residing in the same household or who are in a committed relationship may become family members by submitting the names, street address(es), and telephone number(s) of each person applying for family membership and \$30 (thirty dollars).
- (C) **Student:** a current student at any school may become a member by submitting his/her name, street address, telephone number, and \$10 (ten dollars).

4.03 Board of Directors

The Board of Directors shall consist of no less than five members. The Board of Directors shall be elected, in the manner prescribed in the By-laws, by the membership of the organization at the annual meeting. The term for a director shall be for one fiscal year. The Board of Directors shall have no power greater than that authorized by the Florida Not for Profit Corporations Act, Florida Statutes § 617, and as further limited by these Articles of Incorporation and the By-laws. Actions taken by the board of directors must be sanctioned by a majority vote of the directors present. A quorum of the board of directors shall be three directors.

4.04 Officers

Officers shall be appointed, in the manner prescribed in the By-laws, by the Board of Directors at the first meeting of the Board of Directors to be held after their election at the annual meeting. A member may serve as one or more officers simultaneously. The following officers, and any other officers the Board of Directors finds necessary from time-to-time, shall be appointed each fiscal year:

- (A) **President:** the president shall serve as a figurehead for Gulf Coast TIDE, Inc., lead meetings, and perform other functions as defined in the By-laws.
- (B) **Secretary:** the secretary shall keep minutes of meetings and maintain records as required by the laws of Florida and the United

- States of America, and perform other functions as defined in the by-laws.
- (C) **Treasurer:** the treasurer shall maintain records of financial accounts and transactions for the organization as required by the laws of Florida and the United States of America, and perform other functions as defined in the By-laws.

ARTICLE V DIRECTORS

The names and addresses of the Board of Directors are as follows:

Ronnie J. Helms
P.O. Box 567
Pensacola, FL 32591

Steven Gillette
3058 Lianna Lane
Pensacola, FL 32505

Kurt Chaney
P.O. Box 13341
Pensacola, FL 32591

Harry Douglas Landreth, Jr.
8361 Mercado Street
Navarre, FL 32566

Jonathan O. Durre
1506 East Cervantes Street
Pensacola, Florida 32501

Arica Ellen King
2703 West Gadsden Street
Pensacola, FL 32505

ARTICLE VI REGISTERED AGENT

The street address of Gulf Coast TIDE, Inc.'s registered agent and the registered location shall be:

Ronnie J. Helms
908 E. Brainerd Street
Pensacola, FL 32503

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Joshua A. Jones
142 Stearns Street
Gulf Breeze, Florida 32561

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended by a majority vote of the members of the corporation at any annual meeting, or at any special meeting called for that purpose.

I hereby certify that these Amended and Restated Articles of Incorporation were adopted by resolution of the Gulf Coast TIDE, Inc. Board of Directors on Saturday, January 14, 2006 and were approved by a sufficient number of votes of the members of Gulf Coast TIDE, Inc. at a special meeting on January 19, 2006, pursuant to Florida Statutes 617.1002 and 617.1006.



RONNIE J. HELMS,
PRESIDENT/REGISTERED AGENT

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.



RONNIE J. HELMS,
PRESIDENT/REGISTERED AGENT