

NO7000010341

Florida Department of State
Division of Corporations
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
OPERATION JOY FOR TROOPS INC.

Certificate of Status	0
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Amended & Restated

TB

8/27/08

Aug. 26. 2008 3:53PM

Porges Hamlin Lakewood Ranch

No. 6860 P. 2

8/25/2008 10:14 PAGE 001/001

Florida Dept of State



August 25, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

OPERATION JOY FOR TROOPS INC.
3220 59TH DRIVE EAST
SUITE 102
BRADENTON, FL 34203

SUBJECT: OPERATION JOY FOR TROOPS INC.
REF: N07000010341

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.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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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Teressa Brown
Regulatory Specialist II

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AMENDMENT AND RESTATEMENT

OF

ARTICLES OF INCORPORATION

OF

OPERATION JOY FOR TROOPS INC.

(In compliance with Chapter 617, F.S. (Not for Profit))

Pursuant to *Section 617.1007, Florida Statutes*, the not for profit corporation desires to amend and restate in full its Articles of Incorporation having been filed with the Florida Secretary of State under Document Number N07000010341.

ARTICLE I. NAME

The name of this corporation shall be OPERATION JOY FOR TROOPS INC.

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address and principal place of business of the corporation 3220 59th Drive East, Suite 102, Bradenton, Florida 34203.

ARTICLE III. PURPOSE

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to allow military families to send their spouses or other family members (who are deployed at the time) items at little or no charge to the family. In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon not-for-profit corporations.

B. The purposes for which OPERATION JOY FOR TROOPS INC. is organized are exclusively religious, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be

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amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. No substantial part of the activities of the Corporations 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. In the event of dissolution, the residual assets of the Corporation will be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose, or shall be distributed to one or more Organizations which themselves are exempt as Organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation.

ARTICLE IV. INDEMNIFICATION

The corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee or agent, to the fullest extent permitted by law.

ARTICLE V. BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be three (3), provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's By-laws. Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

ARTICLE VI. CURRENT OFFICERS AND DIRECTORS

The following individuals are the current Officers of the Corporation and the current Board of Directors of the Corporation:

1. Hala K. Harper
CEO, Director, Board of Directors Chair
6423 Indigo Bunting Place
Bradenton, Florida 34202

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2. Jackyn S. Negrin
Vice President, Director
3912 Golf Village Loop
Lakeland, Florida 33809
3. Alvin Dale Wilkerson
Vice President, Director
6011 Medici Court Unit 105
Sarasota, Florida 34243

ARTICLE VII. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a majority vote of the Board of Directors.

ARTICLE VIII. REGISTERED AGENT AND STREET ADDRESS

The name and address of this corporation's registered agent and registered office shall be Hala K. Harper, 6423 Indigo Bunting Place, Bradenton, Florida 34202.

IN WITNESS WHEREOF, the undersigned has signed these Amended and Restated Articles of Incorporation on 21th day of August, 2008.


Hala K. Harper, CEO and Board Chair

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of OPERATION JOY FOR TROOPS INC. which is contained in the foregoing Amended and Restated Articles of Incorporation. I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 21th day of August, 2008.


Hala K. Harper, Registered Agent

Aug. 26. 2008 4:00PM Porges Hamlin Lakewood Ranch

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CERTIFICATE PURSUANT TO FLORIDA STATUTES 617.1007(3)
FOR AMENDMENT AND RESTATEMENT OF
ARTICLES OF INCORPORATION FOR
OPERATION JOY FOR TROOPS INC.

Pursuant to the requirements of Florida Statutes the undersigned Chair of the Board of Directors of the above named Florida not-for-profit Corporation hereby states that the Restatement of the Articles of Incorporation dated August 21, 2008 contains Amendments which were adopted by the unanimous consent of the Board of Directors. The Amendments do not require member approval.


Hala K. Harper, as Board of Directors Chair

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