

N07854

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10 5/7/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Community Cooperative Ministries, Inc.

DOCUMENT NUMBER: N07854

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

Please return all correspondence concerning this matter to the following:

Tracey Galloway

(Name of Contact Person)

Community Cooperative Ministries, Inc.

(Firm/ Company)

PO Box 2143

(Address)

Fort Myers, FL 33902

(City/ State and Zip Code)

tracey@ccmileecounty.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tracey Galloway

(Name of Contact Person)

at (239) 332-7687

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

AMENDED AND RESTATED ARTICLES OF INCORPORATION

COMMUNITY COOPERATIVE *Ministries, Inc.*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 APR 28 AM 9:54

Pursuant to the provisions of Section 617.1007, Florida Statutes, the above-referenced corporation, a Florida not for-profit corporation, whose original Articles of Incorporation were filed by the Secretary of State on February 23, 1985, by unanimous resolutions duly made on the 10th day of April, 2014, by its Board of Directors, who are also the sole voting members of the corporation, hereby adopts the following Amended and Restated Articles of Incorporation:

COMMUNITY COOPERATIVE, INC.

ARTICLE I

The name of this corporation shall be **COMMUNITY COOPERATIVE, INC.**, and its principal place of business shall be 3429 Dr. Martin Luther King Blvd, Fort Myers, Lee County, Florida 33916.

ARTICLE II

The objects and powers of the Corporation shall be:

1. To provide emergency food assistance and hunger relief for the poor of Lee County, Florida, and to provide social and referral services to ensure clients in need receive access to services available through other non-profit, county and Federal assistance programs.
2. To operate exclusively for such specific purpose as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code.

ARTICLE III

The membership of the Corporation shall consist of the individuals constituting the Board of Directors hereinafter provided, and their successors in office.

ARTICLE IV

The Corporation shall have perpetual existence.

ARTICLE V

Section 1. Board of Directors.

The affairs of the Corporation and all its property shall be managed by a Board of Directors whose number may be fixed from time to time in the By-Laws. The Constitution of the District Board and the election of officers shall be as defined by the By-Laws.

Section 2. Title to Property .

The title to all property of the Corporation shall be held in the name of the Corporation or as otherwise may be provided pursuant to the authority of the Charter and By-Laws of the Corporation. Any gift, bequest, devise or donation of any kind whatsoever to the Corporation or its District Board of Directors shall be deemed to vest title in the Corporation.

Section 3. Executive Committee.

The By-Laws may provide for the appointment of an Executive Committee of the Board of Directors, and may authorize such committee to exercise all or part of the powers and authority of the Board of Directors.

Section 4. Officers.

The officers of the Corporation shall be a Chairman, Vice Chairman, Secretary and Treasurer. Each of said officers shall be elected by the Board of Directors. The offices of Chairman, Vice Chairman, Secretary and Treasurer shall be filled from the membership of the Board of Directors.

Section 5. Seal.

The seal of the Corporation shall be inscribed with the following words: "Community Cooperative, Inc.," and the seal shall include the figures "1985".

Section 6. Meetings.

The meetings of said Board of Directors shall be at such time as shall be set forth in the By-laws.

Section 7. By-laws.

The By-laws of the Corporation are to be made, altered or rescinded by the Board of Directors of the Corporation in such a manner as may be set forth in the By-laws.

ARTICLE VI

The amount of indebtedness for which this Corporation may bind itself is without limitation, with any indebtedness to be approved by the Board of Directors.

ARTICLE VII

The Corporation is organized exclusively for exempt purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law (the "Code"), and is not formed for pecuniary profit or financial gain. No part of the assets, income or net earnings of the Corporation shall inure to the benefit of or be distributable to any director or officer of the Corporation or any other private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the benefit of the Corporation, and to make payments and distributions in furtherance of any of the purposes set forth in Article II of these Amended and Restated Articles of Incorporation.

No substantial part of the activities of the Corporation shall be devoted to carrying on propaganda or attempting otherwise to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or the distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VIII

In the event of dissolution of the Corporation, the residual assets will be distributed to an organization(s) set up and operated for charitable, exempt purposes within the meaning of section 501(c)(3) of the IRS Code, to benefit hunger relief to residents of Lee County, Florida

Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation, 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 Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

ARTICLE IX

Any amendments included herein have been adopted pursuant to section 617.1002, Florida Statutes, and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended and the provisions of these amendments and the omission of matters of historical interest.

The foregoing Amended and Restated Articles of Incorporation primarily restate the Articles of Incorporation, but also contain certain other amendments. The number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Amended and Restated Articles of Incorporation as of the 10th day of April, 2014.

COMMUNITY COOPERATIVE, INC.

A handwritten signature in black ink, appearing to read 'Dean Chavis', is written over a horizontal line.

BY:

Dean Chavis, Chairman

Amended and Restated Articles Executed February 21, 1985; April 10, 2014

Articles of Amendment
to
Articles of Incorporation
of

Community Cooperative Ministries, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N07854

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Community Cooperative, Inc.

The new

name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Tracey Galloway

Digitally signed by Tracey Galloway
DN: cn=Tracey Galloway, o=Community Cooperative, Inc.,
ou=CEO, email=trac@gccommunity.com, c=US
Date: 2014.04.16 14:49:53 -0400

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
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4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Restated Articles of Incorporation for Community Cooperative, Inc. are attached.

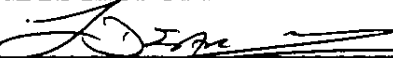
The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: 5/1/2014
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4.10.2014

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

L. Dean Chavis

(Typed or printed name of person signing)

Chairman

(Title of person signing)