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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amend / CC / AUS
@ 2/27/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Gainesville H.I.P.P.Y., Inc.

DOCUMENT NUMBER: N08000000798

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

Please return all correspondence concerning this matter to the following:

Yolanda, Hagley

(Name of Contact Person)

Gainesville H.I.P.P.Y., Inc.

(Firm/ Company)

133 N.W. 84th Street

(Address)

Gainesville, FL 32607

(City/ State and Zip Code)

For further information concerning this matter, please call:

Yolanda, Hagley

(Name of Contact Person)

at (352) 219-2170

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
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| <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

Articles of Amendment
to
Articles of Incorporation
of

Gainesville H.I.P.P.Y., Inc.

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

N08000000798

(Document number of corporation (if known))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 FEB 26 AM 9:41

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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SEVERAL PAGES -SEE ATTACHED

(Attach additional pages if necessary)
(continued)

**ARTICLES OF ADMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GAINESVILLE H.I.P.P.Y., INC.**

DOCUMENT # N08000000798

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:

**CHANGE
ARTICLE III
PURPOSE**

This corporation is public benefit corporation, organized exclusively for charitable, religious, educational and scientific purposes, within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986, as now enacted, or hereafter amended, including for such purposes, the making of distributions to organizations that qualify as exempt under section 501 (c) 3 of the Internal Revenue Code of 1986, or the corresponding sections of any future federal tax code; including but not limited to promoting social, economic, and educational opportunities for socially and economically disadvantage youth, individuals, and families through education, scholarship, training, and social programs, necessary to further the charitable and educational mission of the corporation.

**CHANGE
ARTICLE IV
BOARD OF DIRECTORS**

The management and affairs of the corporation shall be operated and governed under the direction of a Board of Directors, as defined by State statute, the corporation's articles of corporation and by-laws. No Board member or officer shall have any right, title, or interest in or to any property of the corporation.

Board of Directors of the Corporation shall be elected in accordance with the by-laws of the corporation, however the initial Board of Directors are:

Dr. Detroit R. Williams, President/Board Chair
Allen Colbert, Treasurer
Harriet Ludwig, Secretary
Yvonne C. Rawls
LaKay A. Banks

The total number of Board of Directors shall not be less than three (3) or exceed seven (7).

**CHANGE
ARTICLE VII
MEMBERS**

The Corporation shall have members. Members shall be non-voting members. Other terms of membership shall be in accordance with the corporation's by-laws.

**ADD
ARTICLE IX
LIMITATIONS**

At all times the following shall govern to restrict the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to the benefit of and be distributable to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation to the extent as would result in the loss of its exemption from federal income tax under Section 501(c)(3) of the code, or any initiative or referendum before the public, except as otherwise provided in section 501(h) of the Code, and its expenditures to influence legislation shall not exceed the permissible limits of sections 501(h) and 4911 of the Code, to the extent applicable, and shall not be of the type or magnitude which would subject the corporation to tax under section 4911 of the Code, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended or which would subject it to tax under section 4955 of the Code.
4. The corporation shall not lend any of its assets to any officer, director, or member of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.
5. The corporation shall never directly or indirectly participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any

candidate for public office, No substantial part of the activities of the corporation shall be devoted to attempting to influence legislation by propaganda or otherwise within the meaning of the prescriptive provisions of the Code

ARTICLE X DEBT OBLIGATIONS AND PERSONAL LIABILITY

No officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

Directors and Officers Liability Insurance will be retained annually for all Directors and Officers. All members or representatives of the organization handling cash shall be bonded.

ARTICLE XI DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to a qualified 501(c)(3) organization as under section 501(c)(3) of the IRS code 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes or is a qualified 501(c)(3) organization as under section 501(c)(3) of the IRS code

ARTICLE XII CONFLICT OF INTEREST

A Board Member/Director, having a conflict of interest or a conflict of responsibility on any matter involving the Corporation, shall refrain from voting on such matter. No Board member or any other business or person or officer or employee of the Organization shall use his or her position as a trustee or officer or employee of the organization for his/her own direct or indirect financial gain.

ARTICLE XIII BY-LAWS

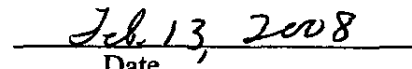
The meetings of the organization shall be governed by Roberts Rules of Order and the By-laws of the corporation.

The By-laws shall be amended by Board of Directors from time to time as determined by the Board of Directors


President/Board Chair Signature


Date


Secretary's Signature

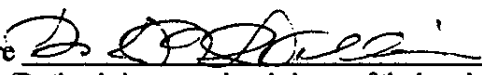

Date

The date of adoption of the amendment(s) was: 2-13-08

Effective date if applicable: _____
(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 was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

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.)

Dr. Detroit R. Williams
(Typed or printed name of person signing)

President/Board Chair
(Title of person signing)

FILING FEE: \$35