

Nov. 2, 2020 1:37PM
9/29/2020

Division of Corporations

No. 2628

P. 1

Florida Department of State

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ROYAL PALM COAST REALTOR ASSOCIATION HOUSING
FOUNDAT**

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October 1, 2020

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ROYAL PALM COAST REALTOR ASSOCIATION HOUSING FOUNDATION
2840 WINKLER AVE
FT MYERS, FL 33916US

SUBJECT: ROYAL PALM COAST REALTOR ASSOCIATION HOUSING FOUNDATION, INC.
REF: N09000004488

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile 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.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White

Regulatory Specialist II Supervisor

FAX Aud. #: H20000338561

Letter Number: 520A00018968

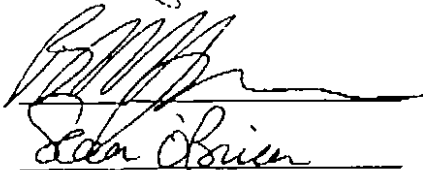
**CERTIFICATE OF AMENDED
ARTICLES OF INCORPORATION**

ROYAL PALM COAST REALTOR® ASSOCIATION HOUSING FOUNDATION, INC.

I HEREBY CERTIFY that the following Amended Restated Articles of Incorporation for the Royal Palm Coast Realtor® Association Housing Foundation, Inc., attached hereto, was adopted by the Board of Directors and does not contain any amendments requiring member approval.

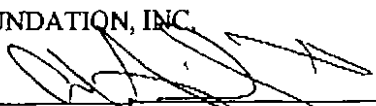
IN WITNESS WHEREOF, we have affixed our hands this 23rd day of October, 2020, at Lee County, Florida.

WITNESSES:


Sean O'Brien

ROYAL PALM COAST REALTOR® ASSOCIATION HOUSING
FOUNDATION, INC.

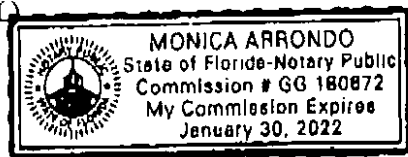
By:



Al Giacalone, President

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 23rd day of October, 2020, by Al Giacalone, President of Royal Palm Coast Realtor® Association Housing Foundation, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.

(SEAL)



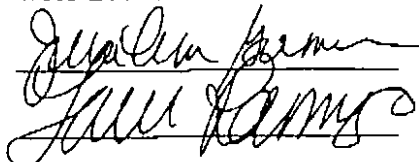

Notary Public, State of Florida
Commission No.: GG # 180672
My Commission Expires: 1/30/22

ROYAL PALM COAST REALTOR® ASSOCIATION, INC.

I HEREBY CERTIFY that the following Amended Restated Articles of Incorporation for the Royal Palm Coast Realtor® Association Housing Foundation, Inc., was approved by the Royal Palm Coast Realtor® Association, Inc.

IN WITNESS WHEREOF, we have affixed our hands this 23 day of October, 2020, at Lee County, Florida.

WITNESSES:


Robin McKeever

ROYAL PALM COAST REALTOR® ASSOCIATION, INC.

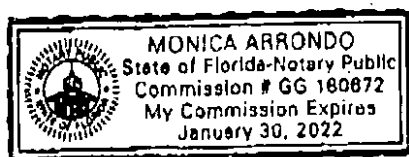
By:

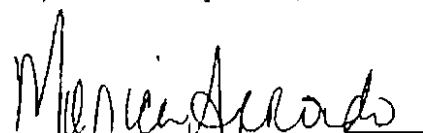

Robin McKeever, President

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 23rd day of October, 2020, by Robin McKeever, President of Royal Palm Coast Realtor® Association, Inc., a Florida corporation, on behalf of the corporation. She is personally known to me and did take an oath.

(SEAL)




Notary Public, State of Florida
Commission No.: GG # 180672
My Commission Expires: 01/30/22

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**AMENDED ARTICLES OF INCORPORATION
OF
ROYAL PALM COAST REALTOR® ASSOCIATION HOUSING FOUNDATION, INC.**

Pursuant to the provisions of Section § 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following stated amended articles of incorporation.

1. Name. The name of the corporation shall be Royal Palm Coast Realtor® Association Housing Foundation, Inc. pursuant to the adopted name change dated April 17, 2017, Docs #N09000004488 and #500297363085.

2. Principal Office. The principal place of business and the mailing address of this corporation shall be: 2840 Winkler Ave., Fort Myers, FL 33916.

3. Purposes. This corporation is organized, and shall be administered and operated, exclusively to receive, administer and expend funds for the following charitable and educational purposes of the Royal Palm Coast Realtor® Association Housing Foundation, Inc, a Florida not-for-profit corporation that is exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986:

(a) To make grants and otherwise facilitate the ability of attainable / affordable service workers, public safety workers, medical support workers, and others who desire to live and work within the Association's geographical boundaries, to purchase homes in Southwest Florida;

(b) To provide educational programs for real estate agents and brokers and the general public;

(c) To provide financial assistance to individuals in Southwest Florida who have been victims of hurricanes and other natural disasters;

(d) To assist, by grants and otherwise, other charitable and educational organizations in the conduct of similar activities; and

(e) To engage in any and all lawful activities to accomplish the foregoing purposes except as restricted herein.

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, the corporation shall have all of the powers granted to nonstock corporations by §617.0302 of the Florida Not-For-Profit Corporation Act; provided, however, that the corporation shall not except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the corporation.

4. Manner of Election of Directors. The directors shall be elected or appointed in the manner prescribed in the bylaws.

5. Incorporator. The incorporator shall be Al Giacalone, whose address is 2840 Winkler Ave., Fort Myers, FL 33916.

6. Registered Agent. The registered agent shall be Chene' M. Thompson, Esq. whose address is 1833 Hendry Street, Fort Myers, FL 33901.

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7. Other Provisions. (a) No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article 3 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of or against any candidate for public office.

(b) Notwithstanding any other provision set forth in these Articles of Incorporation, at any time during which it is deemed a private foundation, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986; the corporation shall distribute its income for each taxable year at such time and in such manner as to not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986; the corporation shall not own any excess building holdings that would subject it to tax under Section 4943 of the Internal Revenue Code of 1986; the corporation shall not make any investment in such manner as to subject it to the tax imposed by Section 4944 of the Internal Revenue Code of 1986; and the corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986. Any reference in those Articles to any section of the Internal Revenue Code of 1986 shall be deemed to incorporate by reference the corresponding provisions of any subsequent federal tax laws.

(c) Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or by an organization contributions to which are to be deductible under Section 170(c)(2) of such Code.

(d) Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for the corporation's charitable and educational purposes, or to organizations which are then exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1986, and to which contributions are then deductible under Section 170(c)(2) of such Code.

(e) These Articles of Incorporation may be amended or restated in the manner provided by the applicable provisions of the Florida Not-For-Profit Corporation Act, provided that no amendment or reinstatement, or articles of merger, consolidation, or dissolution, shall be filed with the Secretary of State or become effective unless and until it has been approved by the Board of Directors of the Royal Palm Coast Realtor® Association, Inc.

ROYAL PALM COAST REALTOR® ASSOCIATION
HOUSING FOUNDATION, INC.

Date: 9/25/2020 4:33 PM EDT, 2020

By: Albert Giacalone
Al Giacalone, President

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: 9/28/2020 4:21 PM EDT, 2020

Chene Thompson
Chene' M. Thompson, Esq.
Registered Agent