

N09000009/95

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

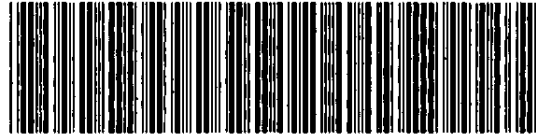
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200180709362

07/21/10--01016--012 **35.00

FILED

2010 JUL 20 P 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Arslant
Thewis
7-21-10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BUENA VISTA WEST NEIGHBORHOOD ASSOCIATION, INC.

DOCUMENT NUMBER: N09000009195

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

Please return all correspondence concerning this matter to the following:

ALMA BROWN

(Name of Contact Person)

(Firm/ Company)

301 NW 51st St.

(Address)

Miami, FL 33127

(City/ State and Zip Code)

For further information concerning this matter, please call:

ALMA BROWN

(Name of Contact Person)

at (305) 754-6146

(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

2010 JUL -8 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2010

ALMA BROWN
301 NW 51ST STREET
MIAMI, FL 33127

SUBJECT: BUENA VISTA WEST NEIGHBORHOOD ASSOCIATION, INC.
Ref. Number: N09000009195

We have received your document for BUENA VISTA WEST NEIGHBORHOOD ASSOCIATION, INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 810A00016761

RECEIVED
2010 JUL 20 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BUENA VISTA WEST NEIGHBORHOOD ASSOCIATION, INC.**

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

The name of the corporation is Buena Vista West Neighborhood Association, Inc.

ARTICLE II

The address of the corporation's initial registered office is:

301 NW 51st Street, Miami, FL 33127

ARTICLE III

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution 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.

ARTICLE IV

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE V

The corporation is organized upon a non-stock basis.

ARTICLE VI

Membership in the corporation shall be limited to individuals owning residential real property in Buena Vista West, Miami, Florida. Each household shall have one vote.

FILED
2010 JUL 20 P 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII

The management of the Corporation shall be vested in the Board of Directors. The number of directors constituting the initial board of directors is seven (7). The number of directors may be increased or decreased from time as shall be determined by the membership. Directors shall be elected by the members at the annual meeting of the membership for three (3) year terms.

ARTICLE VIII

Section 8.1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to the corporation's officers, directors or private individual, but the corporation shall be authorized and empowered to pay reasonable compensation for service rendered, and to make payments and distributions in furtherance of the purposes set forth in Article III hereof,

Section 8.2. No officer or 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.

Section 8.3. No substantial part of the activities of the corporation shall be the carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 8.4. Notwithstanding any other provision of this Articles of Incorporation, the corporation shall not carry on other activities not permitted to be carried on by a corporation exempt from federal income tax under Sections 501 (c)(3) and 501 (c)(3) and 509(a)(1), (2) or (3) of the Code, or by a corporation contributions of which are deductible under Section 170 (c)(2) of the Code.

ARTICLE IX

The name and address of the Registered Agent is Alma Brown, 301 NW 51st Street, Miami, FL 33127

ARTICLE X

It is intended that the corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Code and an organization described in Section 501(c)(3) of the Code. These Articles shall be constructed accordingly, and all powers and activities of the corporation shall be limited accordingly.

ARTICLE XI

The term of existence of the corporation shall be perpetual.

ARTICLE XII

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purposes. 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 purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursement, incurred by him or her (or by his or her heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such director or officer is liable for negligence or misconduct in the performance of his or her duties. Such right on indemnification shall not be deemed exclusive of any other rights to which such director or officer (or such heirs, executors or administrators) may be entitled apart from this Article.

The date of adoption of the amendment(s) was: June 30, 2010

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 Alma G. Brown
(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.)

ALMA BROWN
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35