

N09000011321

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

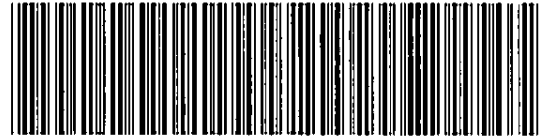
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800426817518

FILED
TALLAHASSEE, FLORIDA

2024 APR -2 AM 11:29

RECEIVED
TALLAHASSEE, FLORIDA

2024 APR -2 PM 2:51

Incorporating Services, Ltd.

1540 Glenway Drive
Tallahassee, FL 32301
850.656.7956
Fax: 850.656.7953
www.incserv.com
e-mail: accounting@incserv.com



ORDER FORM

TO Florida Department of State
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303
corphelp@dos.myflorida.com
850-245-6051

FROM Melissa Moreau
mmoreau@incserv.com
850.656.7953

REQUEST DATE 4/2/2024

PRIORITY Regular Approval

OUR REF # (Order ID#) 1242702

ORDER ENTITY

THE SECOND JOY MCCANN FOUNDATION, INC.

PLEASE PERFORM THE FOLLOWING SERVICES:

THE SECOND JOY MCCANN FOUNDATION, INC. (FL)

File the attached restated document

NOTES:

\$35.00 Authorized

RETURN/FORWARDING INSTRUCTIONS:

ACCOUNT NUMBER: I20050000052

Please bill the above referenced account for this order.

If you have any questions please contact me at 656-7956,

Sincerely,

A handwritten signature in black ink, appearing to be "W6" or similar, written over a horizontal line.

Please bill us for your services and be sure to include our reference number on the invoice and courier package if applicable. For UCC orders, please include the thru date on the results.

FILED

2024 APR -2 AM 11:29

TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE SECOND JOY MCCANN FOUNDATION, INC.**

Pursuant to Section 7.03 of its Bylaws, THE SECOND JOY MCCANN FOUNDATION, INC., a Florida not for profit Corporation (the "Corporation"), whose Articles of Incorporation were originally filed with the Florida Department of State on November 24, 2009, and assigned document number N09000011321, hereby amends and restates its Articles of Incorporation in their entirety. These restated articles of incorporation contain an amendment to the Articles of Incorporation, changing the name of the entity, and such amendment required member approval. The date of adoption of the amendments was March 25, 2024, and the votes cast by the Members were sufficient for approval.

**ARTICLE I
NAME AND ADDRESS**

- (a) The name of the corporation governed by these Articles is hereby changed to "CHAPMAN MCCANN FOUNDATION, INC." (the "Corporation").
- (b) The street address of the Corporation's principal office shall be 8108 Old Hixon Road, Tampa, FL 33626.
- (c) The Corporation's mailing address shall be 8108 Old Hixon Road, Tampa, FL 33626.

**ARTICLE II
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES; RESTRICTIONS**

- (a) Subject to the restrictions set forth in paragraph (b), the general purposes for which the Corporation is organized are to receive and administer real and personal property and to apply such property, as well as the income it produces, exclusively for charitable, scientific, literary and educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and the corresponding provisions of any subsequent Federal tax laws.
- (b) Despite any contrary provision of these Articles:
 - (1) No part of the net earnings of the Corporation shall inure to the benefit of any Member, Director or officer 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).

(2) No Member, Director or officer 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.

(3) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. 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.

(4) The Corporation shall not engage in any act of "self-dealing," as defined in Code Section 4941(d).

(5) The Corporation shall distribute its income for each taxable year at such time and in such manner so as not to become subject to the tax on undistributed income imposed by Code Section 4942.

(6) The Corporation shall not retain any "excess business holdings," as defined in Code Section 4943(c).

(7) The Corporation shall not make any investments in such manner as to subject it to tax under Code Section 4944.

(8) The Corporation shall not make any "taxable expenditures," as defined in Code Section 4945(d).

(9) Despite any other provision of these Articles or Florida law, the Corporation shall not carry on any activities not permitted for an organization exempt under Sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any subsequent Federal tax laws, or by organizations, contributions to which are deductible under Section 170(c)(2) of such Code. The Corporation shall at all times operate as an organization exempt from federal income tax under Section 501(c)(3) of the Code, and nothing in these Articles shall be construed to the contrary.

ARTICLE IV **POWERS**

Subject to the restrictions in these Articles, the Corporation shall have all corporate powers authorized by the laws of the State of Florida for corporations not for profit.

ARTICLE V **MEMBERS**

The Corporation shall have one class of members. The rights of members, and the qualification, appointment, and designation of members, shall be as set forth in the Corporation's Bylaws.

ARTICLE VI
DIRECTORS

(a) All corporate powers shall be exercised by or under the authority of, and the Corporation's affairs shall be managed by, the Corporation's Board of Directors.

(b) The names and addresses of the current members of the Board of Directors of the Corporation are as follows:

- (1) CHRISTOPHER CHAPMAN
8108 Old Hixon Road
Tampa, Florida 33626
- (2) SCOTT D. LYNCH
8108 Old Hixon Road
Tampa, Florida 33626
- (3) LYNN COLLINGSWORTH
8108 Old Hixon Road
Tampa, Florida 33626

(c) The manner in which future Directors are to be elected or appointed shall be as set forth in the Corporation's Bylaws. The number of Directors may be increased or decreased in the manner provided in the Corporation's Bylaws, but the Corporation shall always have at least three (3) Directors.

ARTICLE VII
OFFICERS

The names of the currently acting officers of the Corporation, who shall continue to serve until successors are duly qualified and appointed pursuant to the Bylaws of the Corporation, are as follows:

CHRISTOPHER CHAPMAN	President Vice-President Chairman of the Board
SCOTT LYNCH	Treasurer
LYNN COLLINGSWORTH	Secretary

ARTICLE VIII
BYLAWS

The powers to alter, amend, or repeal the Bylaws, or adopt new Bylaws, shall be vested in the Board of Directors, unless otherwise provided in the Bylaws.

ARTICLE IX
AMENDMENT OF ARTICLES OF INCORPORATION

The procedure for amending these Articles of Incorporation shall be as prescribed by Florida law.

ARTICLE X
DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the remaining assets of the Corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any subsequent Federal tax laws.


ARTICLE XI
REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Corporation's registered agent are as follows:

JORDAN G. LEE
4301 W. Boy Scout Blvd
Suite 300
Tampa, Florida 33607

These Amended and Restated Articles of Incorporation were adopted by the Board of Directors and all Members of the Corporation, and the votes were sufficient for approval. These Amended and Restated Articles of Incorporation are being filed in accordance with Section 607.1007, Florida Statutes and shall be effective upon filing with the Florida Department of State.

Dated: 4.1, 2024



Christopher Chapman, Director

CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above-stated Corporation at the place designated in its amended and restated Articles of Incorporation, the undersigned hereby agrees to act in such capacity and confirms that he is familiar with, and accepts the obligations provided for in, Florida Statutes Section 617.0502.

Dated: 4/2, 2024


Jordan G. Lee, Registered Agent

FILED

2024 APR -2 AM 11:29

TALLAHASSEE, FLORIDA