

FILED
18 JUN - 1 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

River of Grass

Unitarian Universalist Congregation

Capital Fund, Inc.

May 27, 2018

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Charter N11000002485, FEIN: 27-5286663

Dear Good People:

Enclosed is our Amended and Restated Articles of Incorporation ready for filing.

We have made the requested corrections to our submission from May 6, 2018.

If you have any questions, my personal email and cell are
KipBarkley@aol.com and 954,829.2194.

Thanks,



G.H. Kip Barkley
Treasurer

RECEIVED
18 JUN -1 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FL 32301

11850 W State Road 84
Suite 1
Davie, FL 33325

Voice: 954.723.7877
Email: office@riverofgrassuu.org
Website: www.RiverOfGrassUU.org



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 16, 2018

G.H. KIP BARKLEY
11850 W STATE RD 84 SUITE 1
DAVIE, FL 33325

SUBJECT: RIVER OF GRASS UNITARIAN UNIVERSALIST CONGREGATION
CAPITAL FUND, INC.
Ref. Number: N11000002485

We have received your document for RIVER OF GRASS UNITARIAN UNIVERSALIST CONGREGATION CAPITAL FUND, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

the document cannot be entitled "Articles of Incorporation" because this entity already has articles of incorporation on file with this office. You may entitle it "Amended and Restated Articles of Incorporation" as set forth in the applicable Fla. Statutes.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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

Letter Number: 718A00010165

River of Grass Unitarian Universalist Congregation Capital Fund, Inc.
Amended and Restated Articles of Incorporation

N11000002485

18 JUN -1 AM 10:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I – Name

The name of the corporation shall be River of Grass Unitarian Universalist Congregation Capital Fund, Inc.

ARTICLE II - Purpose

The purpose for which the corporation is organized is to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations set forth, to use and apply to the whole or any part of the income there from and the principle thereof exclusively for charitable, religious and educational purposes, including purchasing real estate, either directly or by contributions to the River of Grass Unitarian Universalist Congregation, Inc.

ARTICLE III – Location

The principal office of this corporation shall be located at 11850 W. State Road 84, Suite 1, Davie, FL 33325.

ARTICLE IV – Officers

The original officers and trustees are:

President: Pamela C. Schrimsher

Vice-president: Alan W. Meerow

Secretary: Esther Sampol

Treasurer: Roy I. Schwartz

Trustee: Scott May

ARTICLE V – Members

Those persons who from time to time are voting members of the River of Grass Unitarian Universalist Congregation, Inc. shall by reason thereof be members of this corporation, and membership in this corporation shall terminate when any such person ceases to be a voting member of the said River of Grass Unitarian Universalist Congregation, Inc.

ARTICLE VI – Subscribers

The names of the subscribers to these Articles of Incorporation are Scott May, Alan W. Meerow, Esther Sampol, Pamela C. Schrimsher, and Roy I. Schwartz.

ARTICLE VII – Trustees

The manner in which trustees are elected or appointed is as provided in the bylaws.

ARTICLE VIII – Tax Exempt Status

A. This corporation is organized exclusively for religious, charitable, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code.

B. No part of the net earnings or assets of this corporation shall inure to the benefit of, or be distributable to, its officers, trustees, members or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

River of Grass Unitarian Universalist Congregation Capital Fund, Inc.
Amended and Restated Articles of Incorporation
N11000002485

C. No substantial part of the activities of this corporation shall be the carrying on of 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.

D. Notwithstanding any other provisions of these articles, this 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, or the corresponding section of any future Federal tax code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

ARTICLE IX - Amendments to Articles of Incorporation

Amendments to these Articles of Incorporation must receive a two-thirds (2/3) vote of the members at a meeting called for that purpose on proper notice and with a copy of the proposed amendment having been mailed (USPS or electronically) to the membership. Such amendments must be filed with the Florida Secretary of State before becoming effective.

ARTICLE X – Bylaws

The Bylaws of this corporation shall further define the procedures for this corporation. These Bylaws may be adopted and amended by a two-thirds (2/3) vote of the members and at a meeting called for that purpose on proper notice and with a copy of the proposed amendment having been mailed (USPS or electronically) to the membership.

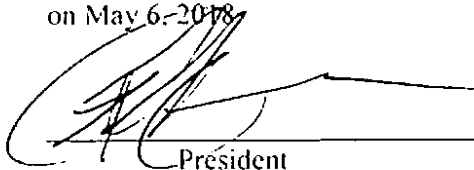
ARTICLE XI – Dissolution

A. In the event of dissolution, the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

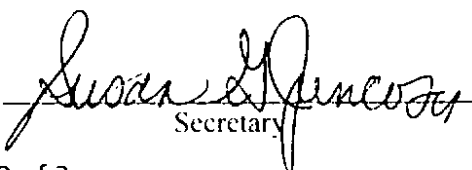
B. Upon the dissolution or the winding up of the affairs of this corporation, for whatever reason, its assets shall be first applied to the payment of any liabilities and the balance thereof shall be distributed, transferred, conveyed, delivered and paid over to the River of Grass Unitarian Universalist Congregation, Inc. or to such other organization as may be designated by the donor of a particular fund or property; provided, however, that any such organizations shall themselves be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code.

C. In the event that the River of Grass Unitarian Universalist Congregation, Inc., is no longer in existence when this corporation is dissolved or wound up, then this corporation's assets shall be first applied to the payment of any liabilities and the balance thereof shall be distributed, transferred, conveyed, delivered and paid to the Unitarian Universalist Association of Congregations, Inc., or to such other organization as may be designated by the donor of a particular property; provided, however, that any such organizations shall themselves be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code.

This Charter was ratified by unanimous vote of the members present at a duly called meeting of the membership on May 6, 2018.



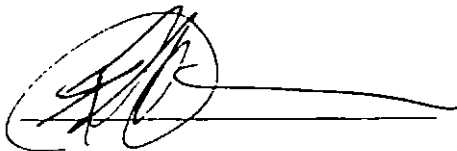
President

ATTEST: 

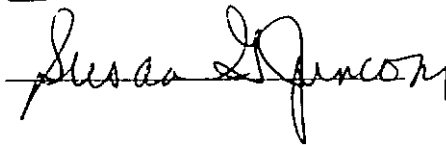
Secretary

IN WITNESS WHEREOF, the undersigned Officers, President and Secretary, of said corporation have hereunto subscribed their hands and seals to these Amended and Restated Articles of Incorporation and state that they were adopted unanimously by the members present at a duly called meeting on May 6, 2018, in the city of Davie, Broward County, Florida.

Richard A. Tucker



Susan G. Juncosa:



May 27, 2018.

STATE OF FLORIDA

COUNTY OF BROWARD

On this day, personally appeared before me, the under signed authority, Richard A. Tucker and Susan G. Juncosa, known to me as individuals described in and who executed the foregoing Amended and Restated Articles of Incorporation, and they acknowledge that they subscribed the said Instrument for the uses and purposes therein set forth.

WHEREFORE, it is requested that the same be filed in the Office of the Secretary of State at Tallahassee, Florida.

WITNESS my hand and the official seal at the city of Davie, in said County and State, this 27th day of May, 2018.


Notary Public

STATE OF FLORIDA

