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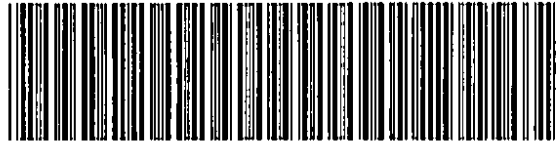
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Healthy Start Momcare Network, Inc.

DOCUMENT NUMBER: N12000006372

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

Please return all correspondence concerning this matter to the following:

Rupa Lloyd

(Name of Contact Person)

GrayRobinson, P.A.

(Firm/ Company)

643 SW 4th Ave., Suite 110

(Address)

Gainesville, FL 32601

(City/ State and Zip Code)

rupa.lloyd@gray-robinson.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rupa Lloyd

352 376-6400
at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" 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 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
HEALTHY START MOMCARE NETWORK, INC.**
Document No. N12000006372 | EIN 46-1801239

In compliance with Chapter 617 Florida Statutes, and pursuant to the provisions of section § 617.1007, Florida Statutes the following Amended and Restated Articles of Incorporation of the Healthy Start MomCare Network, Inc., a Florida Not for Profit Corporation ("Corporation"), with its Certificate of Incorporation having been filed with the office of the Florida Department of State on the 28th day of June 2012, amended on August 4, 2014, and amended and restated on March 9, 2015, is submitted.

ARTICLE I - NAME

The name of this Corporation is the Healthy Start MomCare Network, Inc.

ARTICLE II- ADDRESS

The Corporation shall be located in Florida, with principal place of business and mailing address at 2002 Old St. Augustine Road, Suite E-45, Tallahassee, Florida 32301, or at such other place as the Corporation may designate from time to time with the filing of its Annual Report, or other amendment form with the Florida Department of State.

ARTICLE III – PURPOSE

The Corporation shall be organized as a not-for-profit corporation under Chapter 617, Florida Statutes, incorporated on a non-stock basis. The Corporation is to be formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1994, or the corresponding provision of any future United States Internal Revenue Code. Specifically, the purpose of the Corporation shall be to serve as an administrative service organization representing all Healthy Start Coalitions under the provisions of Fla. Stat. §409.975(4)(a).

ARTICLE IV - MANNER OF ELECTION

The Corporation shall have members and a managing Board of Directors, the composition of which shall be determined in the manner provided for in the Bylaws of the Corporation.

ARTICLE V - OFFICERS AND DIRECTORS

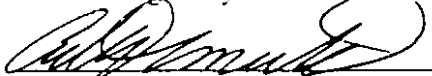
The Board of Directors and Officers of the corporation shall be as set forth in the Bylaws of the Corporation.

ARTICLE VI – REGISTERED AGENT

The registered agent for the corporation shall be Catherine Timuta with address at 2002 Old St. Augustine Road, Suite E-45, Tallahassee, Florida 32301.

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TALLAHASSEE
FLORIDA
DEPT. OF STATE

I understand the duties and obligations of my position as Registered Agent, agree to comply the Florida laws relating to my duties and hereby accept the office of Registered Agent for this corporation.



Catherine Timuta

Dated 8-11-20

The Registered Agent and Address may be updated from time to time with the filing of the Annual Report or other amendment form with the Florida Department of State.

ARTICLE VI - EXEMPTION REQUIREMENTS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Article III 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII - 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 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII – INCORPORATOR

The original incorporator of the Corporation was Judy Vitucci at 2600 East Bay Drive, Suite 205, Largo Florida 33771.

ARTICLE VIII – INDEMNIFICATION

The Corporation shall provide indemnification in accordance with the provisions of the Corporation's Bylaws.

ARTICLE IX – EFFECTIVE DATE

The effective date of these amended and restated articles shall be the date of filing.

Adoption of Amended and Restated Articles of Incorporation:

There are no members entitled to vote on these amendment(s). These amendment(s) were adopted by the Corporation's Board of Directors on August 11, 2020.

Effective as of the date signed below, these Amended and Restated Articles of Incorporation shall supersede the original articles of incorporation, and the amendment to it.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Amended and Restated Articles of Incorporation on this 11th day of August, 2020

Signature: Judi Vitucci

By: Judi Vitucci
Title: President, Healthy Start Momcare Network, Inc.