

N12000007380

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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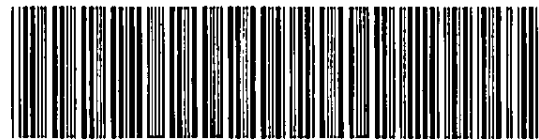
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Graceful Solutions, Inc.

DOCUMENT NUMBER: N12000007300

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

Please return all correspondence concerning this matter to the following:

Bill Wilson

(Name of Contact Person)

Graceful Solutions, Inc.

(Firm/ Company)

1816 Old Fort Dr.

(Address)

Tallahassee, FL, 32301

(City/ State and Zip Code)

bill@gsbuild.org

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

For further information concerning this matter, please call:

Bill Wilson

(Name of Contact Person)

at 301-367-0143

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Graceful Solutions, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N12000007380

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Bill Wilson

1816 Old Fort Dr.

(Florida street address)

New Registered Office Address:

Tallahassee

(City)

Florida 32301

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

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CLERK OF THE CIRCUIT COURT
JACKSONVILLE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>C</u>	<u>Rex Ware</u>	<u>2006 Bushy Hall Rd, Tallahassee, 32309</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VC</u>	<u>Leslie Warren</u>	<u>1919 Chowkeebin Nene, Tallahassee, 32301</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>T</u>	<u>Rob Ippolito</u>	<u>2029 Morning Dove Rd, Tallahassee, 32312</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Steve Downey</u>	<u>132 Ferndale Dr, Tallahassee, 32301</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Rhett Boudreaux</u>	<u>8058 Greenmont Ave, Tallahassee, 32317</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Eric Johnson</u>	<u>1940 Holton St, Tallahassee, FL, 32310</u>

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Lauri Hunter</u>	<u>P.O. Box 7521,</u> <u>Tallahassee,</u> <u>32304</u>
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>C</u>	<u>Valerie Brookens</u>	<u>522 Mcnennan St,</u> <u>Clearwater, FL,</u> <u>33765</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>T</u>	<u>Oral Payne</u>	<u>16062 Proctor</u> <u>Rd, Tallahassee,</u> <u>32309</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>Ruben Rodriguez</u>	<u>3083 Dickinson</u> <u>Dr, Tallahassee,</u> <u>32311</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>P/CEO</u>	<u>Michele Hartson</u>	<u>1816 Old Fort Dr,</u> <u>Tallahassee,</u> <u>32301</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>Bill Wilson</u>	<u>1816 Old Fort Dr,</u> <u>Tallahassee,</u> <u>32301</u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Amended Articles of Incorporation attached.

**ARTICLES OF INCORPORATION
Of
GRACEFUL SOLUTIONS, INC.**

Tallahassee, Florida

(A Corporation not for profit)

ARTICLE I

Name

The name of this corporation is GRACEFUL SOLUTIONS, INC. Its principal office shall be in the City of Tallahassee, County of Leon, and the State of Florida, at 1816 Old Fort Drive, 32301

ARTICLE II

Corporate Purpose

The general purposes of this Corporation shall be to support and develop affordable housing in Florida. The Corporation will develop real estate which will include the acquisition of land, development of mixed use and mixed income projects, development of multi-family housing and single family homes. The real estate project may be projects for sale or maintained by the Corporation for rent. The Corporation will work with local governments, for profit and other nonprofit organizations to support the development housing and support programs that provide for healthy and engaged neighborhoods. The Corporation may acquire land to be held in perpetuity for the primary purpose of providing affordable homeownership.

ARTICLE III

Powers

This corporation shall have all powers provided for corporations not for profit by Chapter 617 of the Florida Statutes or corresponding provisions of any subsequent statute and all the powers of any other statute or law which do not in any way adversely affect the corporation's status as a corporation not for profit under Chapter 617 of the Florida Statutes.

ARTICLE IV

Term of Existence

This Corporation shall have perpetual existence.

ARTICLE V

Board of Directors

The affairs of the corporation shall be managed by a Board of Director. The Board of Directors shall have a minimum of 3 members. The number of directors shall be set by the Board at the annual meeting of the Corporation. The directors will be selected by the Board and shall serve three year terms. Directors can be reelected for up to two consecutive terms.

ARTICLE VI

Officers

The officers shall be elected by the Board at the annual meeting and shall serve a term of one year. Officers can be reelected to subsequent terms. There shall be a Board Chair, Vice Chair, Secretary and Treasure. Directors may hold more than one office at the same time.

ARTICLE VII

Staff

The Board of Directors may determine that staff is necessary to carry out the activities of the corporation and through the By-Laws may provide for the hiring of staff.

ARTICLE VIII

Amendment of Charter

The Articles of Incorporation may be amended by resolution adopted by a vote of two-thirds (2/3) of the Board of Directors at a meeting duly called and convened at which a quorum is present, provided that two weeks' notice of amendment or amendments shall be given in writing to each board member.

ARTICLE IX

By-Laws

The corporation shall adopt such By-Laws as may, from time to time be necessary. No By-Law is to conflict with this charter. By-Laws may be adopted or amended at any legally called and conducted meeting of the members of the corporation by a two-thirds (2/3) majority vote of those present and voting.

ARTICLE X

Dissolution

Upon dissolution of the corporation all assets remaining shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code.

Amendments to the Articles of Incorporation previously approved by the Board of Directors codified in this document April 1, 2017.

The date of each amendment(s) adoption: 11-9-17, if other than the date this document was signed.

Effective date if applicable: 11-9-17
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11-28-17

Signature [Signature]
(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)

Bill Wilson
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)