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> COR AMND/RESTATE/CORRECT OR O/D RESIGN CONCERNED CITIZENS OF ST. PETERSBURG, INC.

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DAE DEILBICH

## AMENDED AND RESTATED ARTICLES OF INCORPORATION SEP 28 PM 1: 39

#### CONCERNED CITIZENS OF ST. PETERSBURG, INC.

There are no members in this corporation and these Amended and Restated Articles of Incorporation were adopted by the Board of Directors on Account 30, 2012. A sufficient number of votes were cast by the Board of Directors to adopt these Amended and Restated Articles of Incorporation, and they shall supersede the original articles of incorporation and all amendments to them.

#### ARTICLE I Name

The name of the corporation is Concerned Citizens of St. Petersburg, Inc.

## ARTICLE II Purpose

This corporation is organized exclusively for non-profit purposes to promote social welfare of the community as a whole, more specifically to educate the general public on various legislative acts and advocate particular civic causes. To this end, the corporation shall at all times be operated within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

#### ARTICLE III Duration

The duration of the corporate existence shall be perpetual.

## ARTICLE IV Non-Profit Requirements

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

- 1. The Corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this Corporation shall inure to the benefit of any member of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
- 2. Notwithstanding any other provision of these articles, the 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)(4) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

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#### <u>ARTICLE V</u> Initial Registered Agent

The name of the initial registered agent is: William C. Ballard. The street address of the registered agent is: 1255 Brightwaters Blvd. North East, St. Petersburg, FL 33704.

## ARTICLE VI Statement of Acceptance by Registered Agent

I, William C. Ballard, hereby accept the appointment as Initial Registered Agent of Concerned Citizens of St. Petersburg, Inc., the Corporation which is named in these Articles of Incorporation, and attest that I am familiar with, and accept, the obligations of that position.

## ARTICLE VII Principal Office and Mailing Address

The complete street address of the initial designated principal office is: 1255 Brightwaters Blvd. North East, St. Petersburg, FL 33704. The complete mailing address is: 1255 Brightwaters Blvd. North East, St. Petersburg, FL 33704.

#### ARTICLE VIII Board of Directors and Officers

The officers of the Corporation shall be governed by a Board of Directors to be elected from the Corporation's members. The number of Directors shall be fixed from time to time by the bylaws of the Corporation, but at no time shall consist of less than three (3) persons. No Director shall have any right, title, or interest in or to any property of the Corporation. The Officers of the Corporation shall be a president, one or more vice presidents as provided by the bylaws, one or more secretaries as provided by the bylaws, and one or more treasurers as provided by the bylaws. The names and addresses of the persons who are to act as the initial Board of Directors and Officers until their successors are appointed are:

William C. Ballard (President and Registered Agent) 1255 Brightwaters Blvd. NE St. Petersburg, FL 33704

Wayne N. Fraser (Secretary and Treasurer) 750 71<sup>st</sup> Terrace South St. Petersburg, FL 33705

Fred Whaley (Chairman) 114 Rafael Blvd. NE St. Petersburg, FL 33704

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#### ARTICLE IX Powers of the Board of Directors

The Board of Directors of this Corporation shall have full power in the name of this organization to borrow money as the general interest may require and to issue its note, or notes, bond or bonds, as evidence of the obligation, or obligations so incurred, to mortgage its property to secure payment of any obligations.

The Board of Directors may sell, transfer, lease, assign, or otherwise dispose of, under signature of the President, or the Board's designee, any real or personal property owned by the corporation.

#### ARTICLE X Bylaws

The incorporator shall adopt the initial bylaws of the Corporation. The bylaws may be amended or rescinded by action of the Board of Directors, provided that there is a quorum of the Board present as set forth in the bylaws.

#### ARTICLE XI Dissolution

Upon the dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(4) of the Internal Revenue Code and which has established its tax-exempt status under that section.

#### ARTICLE XII Liability

No Officers or Directors of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Officers or Directors be subject to the payment of the debts or obligations of this Corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable state corporate statute.

#### ARTICLE XIII Fiscal Year

The fiscal year of this Corporation shall be from January 1 to December 31.

## ARTICLE XIV Amendment of Articles of Incorporation

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These Articles of Incorporation may be amended only by a vote or written consent of at least three quarters (3/4) of the total membership of the Board of Directors at a special meeting as outlined in the bylaws.

#### ARTICLE XV Certificate

The President of this corporation is William C. Ballard, residing at 1255 Brightwaters Blvd. North East, St. Petersburg, FL 33704. The undersigned President certifies that there are no members in this corporation, and these Amended and Restated Articles of Incorporation were adopted by the Board of Directors on August 30, 2012. A sufficient number of votes were east by the Board of Directors to adopt these Amended and Restated Articles of Incorporation, and they shall supersede the original articles of incorporation and all amendments to them.

William C. Ballard, President