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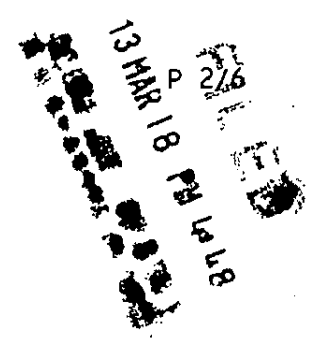
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FOUNDATION FOR HOPE, INC.**

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These Amended and Restated Articles of Incorporation are filed pursuant to Section 617.1007 of the Florida Not For Profit Act (the "Act") to reflect an amendment and restatement to the Articles of Incorporation of FOUNDATION FOR HOPE, INC., originally filed on February 18, 2013. This is a non-membership corporation as allowed in Section 617.0601 of the Act, and thus, in accordance with Section 617.1002(1)(b), the undersigned directors of the corporation unanimously adopted a resolution approving this Amended and Restated Articles of Incorporation on March 11, 2013, and hereby set forth these Amended and Restated Articles of Incorporation to read as follows:

**ARTICLE I. - NAME**

The name of the corporation shall be the FOUNDATION FOR HOPE, INC. (the "Corporation").

**ARTICLE II. - STATEMENT OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes (the "Act").

**ARTICLE III. - GENERAL AND SPECIFIC PURPOSES; PROHIBITED ACTIVITIES**

**Section 1. General and Specific Purposes.** The Corporation, in general, is organized exclusively for educational and charitable 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 of 1986, as amended (the "Code"). More specifically, the Corporation in part will provide charitable services to the general public to include, but not be limited to (i) feeding those who are in poverty, (ii) providing clean water to those without, and (iii) educating the needy about infectious diseases and the importance of hygiene. Further, the Corporation is organized and operated to receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them,

and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of Section 501(c)(3) of the Code, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Code; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Act for educational and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

Section 2. Prohibited Activities. The Corporation shall not attempt to influence legislation by propaganda or otherwise; nor shall it directly or indirectly participate in, or intervene in (by publication or distribution of any statements or otherwise) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation may not (i) engage in any act of "self-dealing," as defined in Section 4941(d) of the Code, which would give rise to any liability for the tax imposed by Section 4941(a) of the Code; (ii) retain any "excess business holdings," as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by Section 4943(a) of the Code; (iii) make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Code, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Code; and (iv) make any "taxable expenditures", as defined in Section 4945(d) of the Code, which would give rise to any liability for the tax imposed in Section 4945(a) of the Code. Further, the Corporation shall distribute for its exempt purpose, amounts at least sufficient to avoid liability for the tax imposed by Section 4942(a) of the Code.

#### ARTICLE IV. - TERM

The Corporation shall have a perpetual existence.

#### ARTICLE V. - NON-MEMBERSHIP CORPORATION

The Corporation shall not have any members.

#### ARTICLE VI. - INCORPORATORS

The name and address of the incorporator of the Corporation are as follows:

BRIAN S. CRAWFORD  
5200 NW 43<sup>rd</sup> Street, Suite 102-381  
Gainesville, Florida 32606

ARTICLE VII. - LOCATION OF PRINCIPAL OFFICE AND  
IDENTIFICATION OF REGISTERED AGENT

Section 1. The County in the State of Florida where the principal office for the transaction of the business of the Corporation is to be located is the County of Alachua. The street address of the initial principal office of the Corporation is 4735 NW 53<sup>rd</sup> Avenue, Suite B, Gainesville, Florida 32653. The mailing address of the initial principal office of the Corporation is 5200 NW 43<sup>rd</sup> Street, Suite 102-381, Gainesville, Florida 32606.

Section 2. The street address of the Corporation's initial registered office and the name of its initial registered agent at such address are BRANT, ABRAHAM, REITER, MCCORMICK & JOHNSON, P.A., 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

ARTICLE VIII. - MANAGEMENT OF CORPORATE AFFAIRS

Section 1. Board of Directors. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the Corporation shall be no fewer than three (3) persons and no more than fifteen (15) persons; provided, however, that such number may be changed (but not less than three (3)) by a bylaw duly adopted by the directors. The method of election of the members of the board of directors shall be stated in the bylaws of the Corporation.

The directors named herein as the first board of directors shall hold office as set forth in the bylaws of the Corporation. The names of such initial members of the board of directors shall be BRIAN S. CRAWFORD, AMBER ROBERTS-CRAWFORD and MATTHEW D. CASON.

Section 2. Corporate Officers. The board of directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of the Corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Brian S. Crawford	President
Amber Roberts-Crawford	Vice President/Treasurer
Matthew D. Cason	Vice President/Secretary

#### ARTICLE IX. - BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Act, bylaws of the Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedures set forth therefor in the bylaws.

#### ARTICLE X. - DEDICATION OF ASSETS

The property of the Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or to the benefit of any private individual.

#### ARTICLE XI. - DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious, educational, or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

#### ARTICLE XII. - STOCK

This Corporation shall not have any power to issue certificates of stock or declare dividends.

#### ARTICLE XIII. - AMENDMENT OF ARTICLES

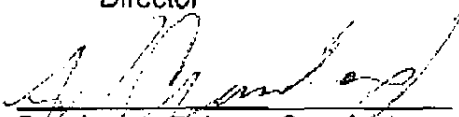
Amendments to these articles of incorporation may be adopted by the majority vote of the board of directors at a regular or special meeting called for said purpose or by following the procedures set forth therefor in the bylaws.


Upon the filing of these Amended and Restated Articles of Incorporation by the Department of State, such Amended and Restated Articles of Incorporation shall become effective.

DATED this 11 day of March, 2013.

FOUNDATION FOR HOPE, INC.

  
By: Brian S. Crawford  
"Director"

  
By: Amber Roberts-Crawford  
"Director"

  
By: Matthew D. Cason  
"Director"

REGISTERED AGENT'S ACCEPTANCE

The undersigned, being the entity named in the Amended and Restated Articles of Incorporation of FOUNDATION FOR HOPE, INC., a Florida corporation, as the Registered Agent of the Corporation, hereby consents to accept service of process for the Corporation at 50 N. Laura Street, Suite 2750, Jacksonville, Florida 32202, and accepts to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of Registered Agent.

BRANT, ABRAHAM, REITER,  
MCCORMICK & JOHNSON, P.A.

By:   
Thomas M. Reiter  
Its: Vice-President

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