

N 13000003085

(Requestor's Name)

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(City/State/Zip/Phone #)

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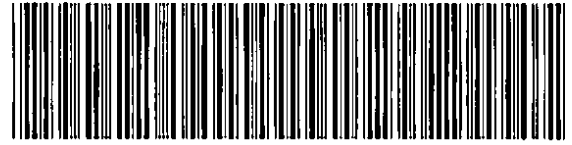
(Business Entity Name)

(Document Number)

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C. GOLDEN
MAY 29 2019

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19 MAY 16 PM 3:46
FILED
TALLAHASSEE, FLORIDA 2019 MAY 28 AM 9:43

**CORPORATE
ACCESS,
INC.**

When you need ACCESS to the world

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xx **CUS** **GOOD STANDING**

xx **FILING** **AMENDMENT**

1. CBV CARES, INC.

(CORPORATE NAME AND DOCUMENT #)

2.
(CORPORATE NAME AND DOCUMENT #)

3.
(CORPORATE NAME AND DOCUMENT #)

4.
(CORPORATE NAME AND DOCUMENT #)

5.
(CORPORATE NAME AND DOCUMENT #)

6.
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 24, 2019

CORPORATE ACCESS, INC.

SUBJECT: CBV CARES, INC.
Ref. Number: N13000003085

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You failed to make the correction(s) requested in our previous letter.

The document must state that there are no members or members entitled to vote.

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.

Claretha Golden
Regulatory Specialist II

Letter Number: 719A00010538

OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA 32314

19 MAY 28 AM 10:44

*Corrected
Please Returned
Original Signed
Filed Copy*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 17, 2019

CORPORATE ACCESS, INC.
236 EAST 6TH AVENUE
TALLAHASSEE, FL 32303

SUBJECT: CBV CARES, INC.
Ref. Number: N13000003085

RECEIVED
DIVISION OF STATE
19 MAY 23 PM 3:26

We have received your document for CBV CARES, 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 must state that there are no members or members entitled to vote.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 119A00010006

Please
Return original
Signed filed
copy!

NOPROMARTcdt
CBVAMARTepb

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2019 MAY 28 AM 9:43

RECEIVED
CLERK OF COURT
JULY 11 2019

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CBV CARES, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

Pursuant to the provisions of Chapter 617, Florida Statutes, as amended, the undersigned Florida not for profit corporation, CBV Cares, Inc., adopts the following Amended and Restated Articles of Incorporation. This Corporation's Articles of Incorporation were filed on April 1, 2013; Document Number N13000003085.

ARTICLE I - NAME

The name of this Corporation is:

CBV Cares, Inc.

(hereinafter referred to as the "Corporation")

ARTICLE II - EMPLOYER IDENTIFICATION NUMBER

The Corporation's Federal Employer Identification Number is:

46-2397240

ARTICLE III - PRINCIPAL OFFICE

The current principal place of business of the Corporation is:

1401 Kingsley Avenue
Orange Park, Florida 32073

The current mailing address of the Corporation is:

1401 Kingsley Avenue
Orange Park, Florida 32073

ARTICLE IV - DURATION

This Corporation commenced its corporate existence on April 1, 2013. This Corporation shall exist perpetually.

ARTICLE V - PURPOSE

A. This Corporation was formed pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall operate in such a manner as will qualify it as a tax exempt organization thereunder.

B. This Corporation is organized solely and exclusively to raise money and allocate the collected funds to local 501(c)(3) organizations.

ARTICLE VI - REGISTERED AGENT AND OFFICE

The name of the current registered agent and the street address of the current registered agent of this Corporation is:

Mona S. Gardella
1401 Kingsley Avenue
Orange Park, Florida 32073

ARTICLE VII - MEMBERSHIP

This Corporation currently has **no** Members; however, the qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation, as amended from time to time.

ARTICLE VIII - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this Corporation shall be exercised by, its properties managed and controlled by, and its business and affairs conducted by, a Board of Directors. Said Board of Directors shall consist of not less than seven (7) persons and a maximum of eleven (11) persons. The number of Directors of the Corporation and their manner of election shall be as designated in the Bylaws of the Corporation. Any and all powers and duties conferred on or imposed upon this Board of Directors, shall be by a duly adopted resolution of the Directors or contained within the duly adopted Bylaws of the Corporation.

B. The names and addresses of the current Directors and the current Officers are:

Director, President:

Mona S. Gardella
1401 Kingsley Avenue
Orange Park, Florida 32073

Director, Vice President:	Gary F. Davis 1401 Kingsley Avenue Orange Park, Florida 32073
Director, Secretary:	Edmund L. Akers 1401 Kingsley Avenue Orange Park, Florida 32073
Director, Treasurer:	JoAnn Z. Sample 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Vicki K. Terry 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Heidi A. Lynch 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Ortho "Tripp" Newsom 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Tara L. Braithwaite 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Cindey L. Nordman 1401 Kingsley Avenue Orange Park, Florida 32073
Director:	Tina M. Fader 1401 Kingsley Avenue Orange Park, Florida 32073

ARTICLE IX - EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, 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 V hereof.

B. No part of the activities of the Corporation shall include the publishing or distribution of statements or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

C. 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 organized pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to a de minimis degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

ARTICLE X - DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to the purpose set out in Article IV hereof, and no part of the net income or assets of this 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 dissolution, liquidation and winding up of the affairs of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the remaining assets of the Corporation to such organization or organizations as shall at the time qualify as an exempt organization under Section **501(c)(3)** of the Internal Revenue Code of 1986, as amended. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located to such organization or organizations as such court shall determine.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be repealed, altered or amended, and new provisions adopted, by a two-thirds (2/3) majority vote (greater than 66.66%) of the Directors present at any regular meeting of the Directors or at any special meeting of the Directors called for that purpose at which a quorum is present.

These Amended and Restated Articles of Incorporation were adopted and approved by a unanimous vote of the Directors of the Corporation that were present at a meeting on January 30, 2019. The above mentioned vote of the Directors was a sufficient number to approve these Amended and Restated Articles of Incorporation, and no other or further votes or approvals were necessary. There are no members or no members entitled to vote.

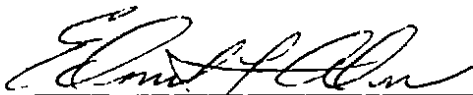
IN WITNESS WHEREOF, the undersigned authorized Officers have executed these Amended and Restated Articles of Incorporation on behalf of the Corporation and in their capacity as Officers and Directors on this 28th day of February, 2019.

**CBV Cares, Inc.,
a Florida not for profit corporation**

BY: 

Mona S. Gardella,
President and Director

ATTEST:



Edmund L. Akers,
Secretary and Director

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT
FOR NOT-FOR-PROFIT CORPORATION**

Pursuant to Section **48.091** and Section **617.0501**, Florida Statutes, the following is submitted:

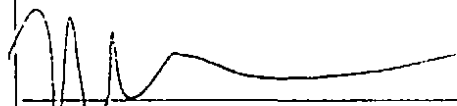
CBV Cares, Inc.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the State of Florida, has named as its agent to accept service of process within this State:

Mona S. Gardella
1401 Kingsley Avenue
Orange Park, Florida 32073

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with said laws of the State of Florida, and I hereby agree to act in this capacity, and I agree to comply with the provisions of said laws.



Mona S. Gardella