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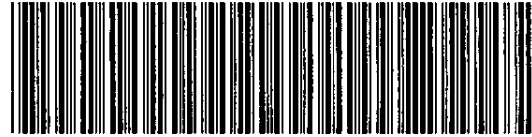
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*Amended &
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TALLAHASSEE, FLORIDA

*ADP
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Scenic Advocates for Jacksonville, Inc.

D O C U M E N T N U M B E R : N 1 3 0 0 0 0 0 7 2 5 5

The enclosed *Articles of Amendment* and fee are submitted for filing. Please return all correspondence concerning this matter to the following:

Alicia B. Grant

(Name of Contact Person)

Scenic Advocates for Jacksonville, Inc.

(Firm/ Company)

3575 Riverside Avenue

(Address)

Jacksonville, Florida 32205-8448

(City/ State and Zip Code)

aligrant@bellsouth.net

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

For further information concerning this matter, please call:

William Nussbaum

at (904) 353-0033

(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:

\$35 Filing Fee	\$43.75 Filing Fee	\$43.75 Filing Fee	\$.52.50 Filing Fee
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		enclosed)	(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

**Amended and Restated Articles of Incorporation
of
Scenic Advocates for Jacksonville, Inc.
A General Not For Profit Corporation
Document No. N13000007255**

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TALLAHASSEE, FLORIDA
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The undersigned, as the sole directors of this Corporation and acting pursuant to Chapter 617 of the Florida Statutes, the "General Not For Profit Corporation Law" of the State of Florida, hereby adopt the following Amended and Restated Articles of Incorporation for such Corporation: Furthermore, pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation, through its undersigned directors, adopts amendments to its Articles of Incorporation and incorporates all such amendments into these Amended and Restated Articles of Incorporation of Scenic Advocates for Jacksonville, Inc.:

1 **NAME:** The name of the corporation is Scenic Advocates for Jacksonville, Inc.

2 **DURATION:** The period of duration of the corporation is perpetual.

3 **REGISTERED OFFICE AND ADDRESS; REGISTERED AGENT; STREET ADDRESS OF INITIAL PRINCIPAL OFFICE:** The address of its initial Registered Office in the State of Florida is: 334 East Duval Street, Jacksonville, Florida 32202 and the name of its initial Registered Agent at said address is: William Nussbaum. The street address and mailing address of the initial principal office is the same as the Registered Office address.

4 **BOARD OF DIRECTORS:** The first Board of Directors shall be 3 in number and their names and addresses being as follows:

- a. **Alicia B. Grant**
3575 Riverside Avenue
Jacksonville, Florida 32205-8448
- b. **Cheryl A. Williams**
7050 Barkwood Drive
Jacksonville, Florida 32277-2603
- c. **Susan Caven**
2775 White Oak Lane
Jacksonville, Florida 32207-7945

The manner of election of the directors will be according to the bylaws.

5 **PURPOSES:** The specific purpose for which this corporation is formed is to promote social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code (a) through efforts that promote the conservation and protection of scenic beauty, (b) through efforts

that educate the public regarding the conservation and protection of scenic beauty, (c) through the protection of the environment, and (d) through efforts that otherwise benefit the social welfare by the adoption and enforcement of reasonable environment laws and policies and the protection of existing laws from being weakened by special interests. In addition, this corporation's general purposes shall include any other activity that will qualify this corporation as an exempt organization under Section 501(c)(4) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code. This corporation shall not directly or indirectly participate or intervene in political campaigns on behalf of, or in opposition to, any candidate for public office.

This corporation shall have the power to anything, perform any act, and exercise any right and any power now hereafter conferred by the laws of the State of Florida upon a general not for profit corporation organized under the laws of the State of Florida, and in general, to carry on any of the activities herein set forth to the same extent and as fully as a natural person might or could do. However, nothing set forth in these Articles shall be construed as authorizing the corporation to possess any purpose, object, or power to do anything forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida or to engage in activity not approved by Section 501(c)(4) of the Internal Revenue Code, including any substitute or successor section. The corporation shall not possess or exercise any power or authority, either expressly, by interpretation or by operation of law, which will prevent it from at any time qualifying and continuing to qualify as a corporation described in Section 501(c)(4) of the Internal Revenue Code, including any substitute or successor section.

6. DEDICATION OF ASSETS; INUREMENT OF INCOME: The property of this corporation, including any net earnings, is irrevocably devoted only to charitable, educational or recreational purposes. No part of the corporation's net earnings shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons or entities, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse individuals for amounts expended by them in furtherance of the purposes set forth in Article 5 hereof.

7. DISSOLUTION; DISTRIBUTION OF ASSETS: Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific, or social welfare purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code (including any substitute or successor section), as the Board of Directors may determine. Any asset not so disposed of shall be disposed of by the circuit court 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 the court shall determine, which are organized and operating exclusively for such purposes.

8. BYLAWS. Subject to the limitations contained in the Bylaws, and any limitations set forth in the General Not For Profit Corporation Law of the State of Florida concerning corporate action that must be authorized or approved by the members of the

corporation, By-Laws of this corporation may be made, altered, rescinded, added too, or new Bylaws may be adopted by a resolution of the Board of Directors.

9. ARTICLES OF AMENDMENT. These Articles of Incorporation may be amended from time to time by majority vote of the Board of Directors then serving.

10. DATE OF EXISTENCE. This Corporation was initially incorporated on August 12, 2013 and the Corporation shall exist perpetually.

11. DATE OF AMENDED ARTICLES. These Amended and Restated Articles of Incorporation were adopted on August 15, 2013.

12. METHOD OF ADOPTION. There were no members entitled to vote on the amendments. The amendments were adopted unanimously by the Board of Directors.

IN WITNESS WHEREOF, the undersigned three directors, consisting of all of the directors of the Corporation, have executed these Amended and Restated Articles of Incorporation as of the 15th day of August, 2013.


Alicia B. Grant, Director


Cheryl A. Williams, Director


Susan Caven, Director