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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LIFT ORLANDO, INC.
A FLORIDA NONPROFIT CORPORATION**

The Articles of Incorporation of **LIFT ORLANDO, INC.**, a Florida Not for Profit corporation (the "Corporation"), were filed on September 3, 2013, and assigned Charter No. NI3000007922.

The Board of Directors of the Corporation have unanimously agreed in a Written Consent to Action of Directors Taken In Lieu of a Special Meeting dated April 9, 2015, that the Corporation's Articles of Incorporation be amended and restated in accordance with the Corporation's Articles of Incorporation and the provisions of Sections 617.1002 and 617.1007 of the Florida Not For Profit Corporation Act, and the number of votes cast for such amendment and restatement was sufficient for approval thereof. There are no members entitled to vote. Accordingly, the Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to read as follows:

**ARTICLE I
NAME OF CORPORATION, MAILING ADDRESS
AND ADDRESS OF PRINCIPAL OFFICE**

The name of this Corporation shall be the **LIFT ORLANDO, INC.** The mailing address of the corporation is 215 E. Central Boulevard, Orlando, Florida 32801 and its principal office shall be located at 215 E. Central Boulevard, Orlando, Florida 32801.

**ARTICLE II
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 215 E. Central Boulevard, Orlando, Florida 32801 and the name of the initial registered agent for the Corporation shall be William T. Dymond, Jr.

**ARTICLE III
PURPOSES**

Section 1. The specific and primary purposes for which this corporation is formed are charitable, educational, and scientific purposes; with a focus on: (i) supporting endeavors and organizations which: (a) foster community cohesion through the provision or promotion of services or programs that focus on socio-economic growth, (b) promote and foster the assistance and support by individuals and communities of underprivileged and/or impoverished individuals and groups or communities in need in Florida, which may include making direct contributions to such organization and/or indirect contributions through charitable organizations that are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), (c) funding and/or conducting research related to disadvantaged neighborhoods and communities, and/or (d) benefit, directly or indirectly, underprivileged or disadvantaged members of the community in which the Corporation operates; (ii) assisting other charitable organizations that qualify as exempt organizations under Section 501(c)(3) of the

Code, or the corresponding provisions of any future tax laws; and (iii) fostering low income housing.

Such support may be provided by soliciting, receiving and administering gifts and bequests of funds and property, both restricted and unrestricted, for charitable purposes, all for the benefit of other charitable organizations, and to take and hold, absolutely or in trust, for any of such purposes funds and property of every kind, real, personal, tangible and intangible, subject only to any limitations and conditions imposed by law or by the instrument under which received; to sell, lease, convey or otherwise dispose of any such property and to invest and reinvest the proceeds of and earnings from such property in accordance with investment policies established from time to time by the corporation's Board of Directors; and to exercise any, all and every power, including trust powers, which a corporation not for profit created under the laws of the State of Florida can be authorized to exercise.

Section 2. The general purposes for which this corporation is organized are exclusively charitable purposes (including the fostering of low income housing) within the meaning of the Code or the corresponding provisions of any future federal tax laws.

Section 3. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under the Code, or the corresponding provisions of any future federal tax laws.

Section 4. In the event this corporation is in any year determined to be a "private foundation" as defined in Section 509(a) of the Code it shall:

- (a) Distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding provisions of any future federal tax laws.
- (b) Not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provisions of any future federal tax laws.
- (c) Not retain any excess business holdings as defined in Section 4943(c) of the Code; or the corresponding provisions of any future federal tax laws.
- (d) Not make any taxable investments as defined in Section 4944 of the Code, or the corresponding provisions of any future federal tax laws.
- (e) Not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provisions of any future federal tax laws.

ARTICLE IV POWERS

This corporation shall be authorized to exercise the powers permitted corporations not for profit under Chapter 617, Florida Statutes; provided, however, that this Corporation, in

exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c)(3) of the Code.

ARTICLE V
NO MEMBERSHIP

The corporation shall not have any members.

ARTICLE VI
TERM

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE VIII
BOARD OF DIRECTORS

Section 1. The affairs of the Corporation shall be managed by a Board of Directors of the Corporation, whose names are set forth in Section 2, below, the Board of Directors shall be as determined and fixed by the bylaws of the Corporation; provided, however, that there shall never be less than three (3) directors.

Section 2. The names and addresses of the Board of Directors of the Corporation are as follows:

Thomas K. Sittena	215 E. Central Boulevard Orlando, Florida 32801
Steve Hogan	One Citrus Bowl Place Orlando, Florida 32805-2451
Sy Saliba	671 Winyah Drive Orlando, Florida 32803-1226
Lisa Schultz	215 E. Central Boulevard Orlando, Florida 32801
William T. Dymond, Jr.	215 North Eola Drive Orlando, Florida 32801

ARTICLE IX
DEDICATION OF ASSETS AND DISSOLUTION

Section 1. The property of this Corporation is irrevocably dedicated to the purposes set forth herein and no part of the net earnings or assets of this corporation shall inure to the benefit of any officer or director of the Corporation or to the benefit of any private individual. When appropriate, the Board of Directors may determine to reasonably compensate any officer or

director of the corporation in accordance with and commensurate with the services performed by such person.

Section 2. Upon the dissolution and winding up of this corporation, its assets remaining after payment or provision for payment of its debts and liabilities shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Code, or the corresponding provisions of any future federal tax laws, or to or among, the United States, the State of Florida or any local government(s) for exclusive public purposes.

ARTICLE X
BYLAWS

Subject to any limitations at any time contained in the Bylaws of this Corporation and in Chapter 617, Florida Statutes, Bylaws of this Corporation may be adopted, altered, amended or rescinded; and new Bylaws adopted, either by resolution of the Board of Directors or in the manner at any time provided in the Bylaws.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended or amended and restated pursuant to a resolution adopted by the Board of Directors.

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with any Proceeding to the greatest extent permitted under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes and as may be provided for in the Bylaw.

[signature on following page]

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Andre, Gail

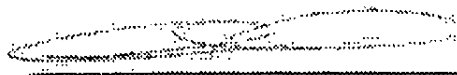
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IN WITNESS WHEREOF, the undersigned duly authorized officer of the Corporation has executed this Amended and Restated Articles of Incorporation this 10 day of April, 2015.



Eddy Moratin, President