

N13104

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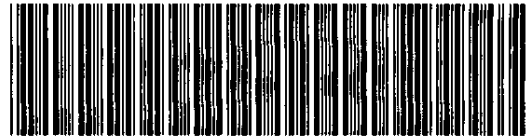
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Amend
@ 10/1/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Fannie E. Taylor Home For The Aged - Taylor Manor, Inc.

DOCUMENT NUMBER: N13104

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William B. McMenamy

(Name of Contact Person)

Donahoo, Ball & McMenamy, P.A.

(Firm/ Company)

50 N. Laura Street, Suite 2925

(Address)

Jacksonville Florida 32202

(City/ State and Zip Code)

wmcmenamy@donahooball.com

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

For further information concerning this matter, please call:

William B. McMenamy

(Name of Contact Person)

at (904) 354-8080

(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 &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 16, 2010

WILLIAM B. MCMENAMY
DONAHOO, BALL & MCMENAMY, P.A.
50 N. LAURA STREET - SUITE 2925
JACKSONVILLE, FL 32202

SUBJECT: THE FANNIE E. TAYLOR HOME FOR THE AGED-TAYLOR
MANOR, INC.
Ref. Number: N13104

We have received your document for THE FANNIE E. TAYLOR HOME FOR THE AGED-TAYLOR MANOR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 010A00022044

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
THE FANNIE E. TAYLOR HOME FOR THE AGED – TAYLOR MANOR, INC.**

The Articles of Incorporation of The Fannie E. Taylor Home For The Aged – Taylor Manor, Inc., a Florida Not For Profit Corporation (the "Corporation"), which were filed January 22, 1986 and assigned Document No. N13104, are hereby amended as follows:

1. Article II is hereby amended by restating it as follows:

ARTICLE II.
PURPOSE

2.01 General.

a. This Corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary, or educational 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. No part of the net earnings shall inure to the benefit of or be distributed to any of the members of its Board of Directors, its Officers or any private individual and no substantial part of the activities shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

b. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from income taxes under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and its regulations, as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under §170(c)(2) of the Code and regulations, as they now exist or as they may hereafter be amended.

2.02 Specific.

The specific purpose of this Corporation is to provide and operate an adult congregate living facility to be known as Taylor Manor and to be located on real estate owned by the Samuel C. Taylor Foundation in Jacksonville, Florida.

2.03 Declaration of Assets.

a. No director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution.

b. Upon dissolution of the Corporation or the winding up of its affairs, the net assets of the Corporation shall be distributed in cash or in kind or in part in cash and part in kind to The Samuel C. Taylor Foundation and should said Foundation not be in existence, the

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assets shall be distributed among the following charities, each of which is an organization exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its attendant regulations, in such amounts as the Board of Directors may determine:

1. The Florida Christian Home, located at Jacksonville, Florida.
2. Hope Haven Association, Inc., Jacksonville, Florida.
3. Christian Home and Bible School, Mount Dora, Florida.

In the event any of the above beneficiaries be not then existing or not then qualifying as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its attendant regulations, the Board of Directors shall distribute such non-existent or non-qualifying beneficiary's share to any charitable, religious, or educational institution or institutions qualifying as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its attendant regulations.

2. Article III is hereby amended by restating it as follows:

ARTICLE III.

MEMBERS

3.01 General. The Corporation shall not have members.

3. Section 6.04 of Article VI is hereby amended by restating it as follows:

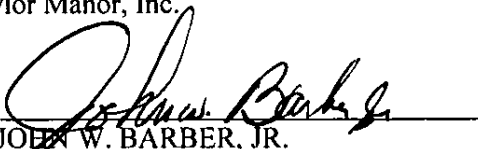
6.04 Membership. The Directors of this Corporation shall always be at least three (3) but not more than five (5) in number. The provisions with respect to selection and service as a Director shall be as prescribed in the By-Laws of the Corporation.

The Corporation has no members or members entitled to vote on the Amendments. The foregoing amendments were adopted by the directors of the Corporation at a duly called meeting of the board of directors held on August 5, 2010.

Except as specifically amended hereby, all of the provisions of the Articles of Incorporation as heretofore amended, shall remain in full force and effect.

IN WITNESS WHEREOF, the Corporation, by and through its President, has executed these Articles of Amendment this 27th day of September, 2010.

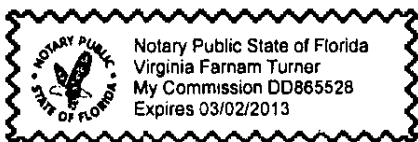
The Fannie E. Taylor Home For The Aged –
Taylor Manor, Inc.

By: 
JOHN W. BARBER, JR.
Its: President

STATE OF FLORIDA

COUNTY OF DUVAL

The forgoing instrument was acknowledged before me this 27th day of September, 2010 by John W. Barber, Jr., as President of The Fannie E. Taylor Home For The Aged – Taylor Manor, Inc., a Florida Not For Profit Corporation, on behalf of the Corporation, who [☒] is personally known to me or [☐] produced a Florida drivers license as identification [check one].



[Signature]
Notary Public, State of Florida

[Virginia Farnam Turner]
Print Name below signature

My Commission No.: DD 865528

My Commission Expires: 3.2.2013