

N150000000045

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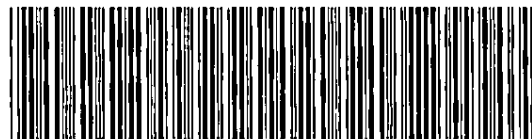
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Q. SILAS

MAY 10 2022

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MAY 19 PM 2:40 2022 MAY 13 PM 3:02  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
MAY 19 PM 2:05  
TALLAHASSEE, FLORIDA

May 17, 2022

CAPITAL CONNECTION, INC.

SUBJECT: COMMUNITY BUILDING INSTITUTE, INC.  
Ref. Number: N15000000045

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The preamble to the articles needs to be replaced with language similar to 'These Amended and Restated Articles or Restated Articles are being submitted pursuant to 607.1007/617.1007, Florida Statutes. Please remove 617.1006. The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the non-profit corporation is being organized. "transacting any and all lawful business" is not acceptable for a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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.

Querida R Silas  
Regulatory Specialist II

Letter Number: 422A00011243

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

COMMUNITY BUILDING INSTITUTE INC

Signature \_\_\_\_\_

Requested by: SETH

05/18/22

Date

Time

In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

Printed Name - Tallahassee, FL 32301

\_\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_\_ Courier \_\_\_\_\_

FILED

7/17/2017 MAY 19 PM 2:40

AMENDED & RESTATED  
ARTICLES OF INCORPORATION  
OF COMMUNITY BUILDING INSTITUTE, INC. SECRETARY OF STATE  
TALLAHASSEE, FL

Community Building Institute, Inc. (the "Corporation") was duly organized as a Florida Not for Profit corporation on December 30, 2014, pursuant to Articles of Incorporation duly filed in Florida on that date. Pursuant to Chapter 617.1007, Florida Statutes (Not for Profit), the Articles of Incorporation of the Corporation are hereby amended and restated in full as follows:

ARTICLE I

Name

The name of the Corporation is: COMMUNITY BUILDING INSTITUTE, INC.

ARTICLE II

Principal Office and Mailing Address

The address of the Corporation's principal office and its mailing address are:  
2103 Coral Way, Suite 200, Miami, FL 33145

ARTICLE III

Duration and Commencement of Corporate Existence

The Corporation shall exist perpetually. The corporate existence commenced upon filing of the Articles of Incorporation.

ARTICLE IV

Nature of the Business

The Corporation is organized as a nonprofit that builds stronger communities through providing affordable housing and services to support the tenants.

ARTICLE V

Registered Agent and Office

The name of the registered agent of the Corporation is William R. Burdette, with his office at 2103 Coral Way, Suite 200, Miami, FL 33145.

ARTICLE VI

Officers and Directors

The officers and directors of the Corporation shall be as follows, with any additions or replacements of Officers and Directors occurring as is set forth in the Bylaws of the Corporation:

William R. Burdette	President, Secretary & Director	2103 Coral Way, Miami, FL 33145
Tarshea Sanderson	Executive Director	2103 Coral Way, Miami, FL 33145
Katherine Burdette	Director	2103 Coral Way, Miami, FL 33145

## ARTICLE VII

### Incorporator

*The name and address of the incorporator of the Corporation is William R. Burdette, residing at 4620 SW 87<sup>th</sup> Ave., Miami, FL 33165.*

## ARTICLE VIII

### Bylaws

*The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders of the Corporation.*

## ARTICLE IX

### Indemnification

*The Corporation shall indemnify, to the full extent permitted by law, the Incorporator and any officer and director of the Corporation.*

## ARTICLE X MEMBERS

*The Corporation shall have one class of Members consisting initially of only Center for Social Change, Inc. (the "Member") and such other person(s) or entities as the Member shall admit to Membership thereafter. The Member shall have the right to establish all criteria for Membership. No person shall become a Member unless approved by the founding Member (or its successor or assign) in its sole discretion. Rights of a Member shall be transferable.*


*Meetings of the Member or Members shall be held as determined by the Members. An annual meeting shall be held on or about the first day of April of each year at the principal office of the Corporation or upon ten (10) days' notice to Members at such other time or place as shall be determined. Special meetings may be called by the Member, the President, or the Board or at the written request of 10% of the Membership. At least five days' written notice stating the time, place and purpose of any special meeting shall be given to the Members entitled to participate. A majority of all Members shall constitute a quorum for the transaction of business at the meeting. Each Member shall be entitled to one vote, in person, by ballot, by mail or by proxy. The manner of voting on any matter may be by voice vote, show of hands, or by ballot, as determined by the Members present, or by mail or electronic mail if determined by the Members and a means of voting is sent with notice of the question to be voted upon. At any time that there shall be a sole Member of the Corporation, the sole Member may act by written statement of the action, which shall be filed with the Secretary. The acts of a majority of Members voting shall be deemed to be the acts of the Members. Any action which may be taken at a meeting of Members may be taken without a meeting if a consent or consents in writing setting forth the action to be taken shall be signed by all of the Members and shall be filed with the Secretary of the Corporation.*

*The undersigned hereby certifies as of the date hereof that the foregoing Amended and Restated Articles of Incorporation of the Corporation was duly approved and adopted on this date, by Center for Social Change, Inc. as the sole Member of the Corporation at this time such that his vote was sufficient and necessary as full authority to approve this Amended and Restated Articles of Incorporation of the*

*Corporation, all in accordance with Section 617.1007 of the Florida Statutes and in accordance with the current Bylaws of the Corporation.*

*IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be duly executed as of the 11<sup>st</sup> day of May, 2022.*

**COMMUNITY BUILDING INSTITUTE, INC.**

By:   
William R. Burdette, President of Community  
Building Institute, Inc, and President of  
Center for Social Change, Inc. as Sole Member