

N 16 000006763

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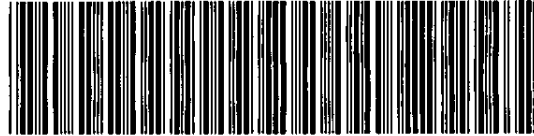
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JANUARY 1, 2016

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PORTER & DENSON, INC.

DOCUMENT NUMBER: N16000006763

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

Please return all correspondence concerning this matter to the following:

DOROTHY PORTER

(Name of Contact Person)

PORTER & DENSON, INC.

(Firm/ Company)

281 SPRING MEADOW ROAD

(Address)

QUINCY, FLORIDA 32351

(City/ State and Zip Code)

dorothyjdporter@gmail.com

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

For further information concerning this matter, please call:

DOROTHY PORTER

850

661-0424

at

(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 &
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

Amended + Restated **ARTICLES OF INCORPORATION
OF
PORTER & DENSON, INC.**

ARTICLE I - NAME

The name of this Corporation shall be **PORTER & DENSON, INC.**, hereinafter referred to as the Corporation.

ARTICLE II - ADDRESS

The principal place of business and mailing address of the Corporation shall be 281 Spring Meadow Road, Quincy, Florida 32351.

ARTICLE III - PURPOSE

This Corporation is organized exclusively for charitable 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, or corresponding section of any future federal tax code.

ARTICLE IV - PROHIBITION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or 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 the purpose clause thereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted in the carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions in which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V - ELECTION OF DIRECTORS/OFFICERS

The original subscribers of this corporation shall serve as the initial board of directors and shall serve for a period of one (1) year. All subsequent directors shall be elected by and from the general membership. The names and addresses of the initial board of directors until the first election are as follows:

2016 AUG 18 PM 5:00
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

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Derrick Porter, President
338 Spring Meadow Road
Quincy, Florida 32351

Montika Porter, Director
Sugar Bean Lane
Tallahassee, Florida 32301

Kendrick Porter, Vice President
338 Spring Meadow Road
Quincy, Florida 32351

Dorothy Porter, CEO
281 Spring Meadow Road
Quincy, Florida 32351

ARTICLE VI – MEMBERSHIP

The Corporation may, but need not, have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VII – AMENDMENT

The Corporation shall have the rights and power to enact By-Laws and the further right and power to alter, amend or rescind the same upon previous notice of intention to alter, amend, or rescind the same for such length of time as may be prescribe by the By-Laws, Rules or Regulations of this Corporation, including the manner or procedure thereof, at an business meeting or session, or at any Special meeting called for purpose. Any alteration, amendment or rescinding of the By-Laws of this Corporation shall be made by a majority vote of the Board of Directors.

These Articles of Incorporation may be amended by a principal majority of the members present at regular or special meeting, providing that a ten (10) day written notice is mailed to all members prior to the meeting at which amendments will be acted upon.

ARTICLE VIII DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or Obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

ARTICLE III - PURPOSE: delete all contents and replace with revised purpose (attached)

Delete entire contents of ARTICLE IV - MANNER OF ELECTION and Add ARTICLE IV - PROHIBITION

Change ARTICLE V - INITIAL OFFICERS AND DIRECTORS (no change in initial officers) to

ARTICLE V - ELECTIONS OF DIRECTORS/OFFICERS and delete "The manner in which the directors are elected and appointed: at a meeting", replace with revised statement (attached)

Change ARTICLE VI - REGISTERED AGENT to ARTICLE X - REGISTER AGENT AND OFFICE

Add ARTICLE VI - MEMBERSHIP

Add ARTICLE VII - AMENDMENT

Add ARTICLE VIII - DEBT OBLIGATION AND PERSONAL LIABILITY

Add ARTICLE IX - DISSOLUTION

Amended articles attached

ARTICLE IX- DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X – REGISTERED AGENT AND OFFICE

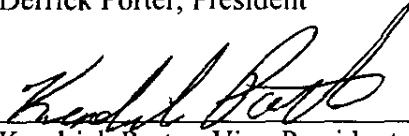
The name and address of the initial registered agent of the Corporation is DOROTHY PORTER, 281 Spring Meadow, Quincy, Florida 32351.

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


Dorothy Porter

The undersigned, constituting the current officers of the Board of Directors, for the purposes of forming this corporation not for profit under the laws of the State of Florida, have executed these Amended Articles of Incorporation this 20th day of July 2016.


Derrick Porter, President


Kendrick Porter, Vice-President


Montika Porter, Director

The date of each amendment(s) adoption: 8/16/16, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 8/17/16

Signature Dorothy Porter
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Dorothy Porter
(Typed or printed name of person signing)

CEO
(Title of person signing)