

N16000007779

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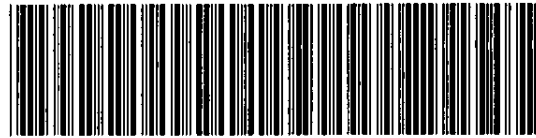
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9/27/16

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Red Hills Journalism Foundation, Inc

DOCUMENT NUMBER: N1600007779

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

Please return all correspondence concerning this matter to the following:

Kathy Stewart

(Name of Contact Person)

Red Hills Journalism Foundation

(Firm/ Company)

3048 Waterford Drive

(Address)

Tallahassee FL 32309

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Kathy Stewart

(Name of Contact Person)

at 850 766-6207

(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

RESTATED ARTICLES OF INCORPORATION

AMENDING ARTICLES OF

RED HILLS JOURNALISM FOUNDATION, INC

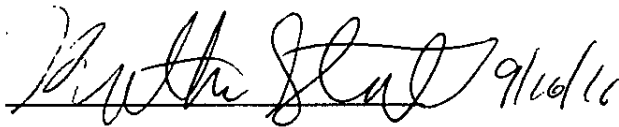
Pursuant to the provisions of Florida Statutes 617, the Florida Not For Profit Corporation Act, the Board of Directors of RED HILLS JOURNALISM FOUNDATION, INC., hereby adopts the following restated Articles of Incorporation.

The following and attached restated Articles of Incorporation supersede and replace all Articles of Incorporation and amendments thereto currently on file with the Florida Secretary of State.

The restated Articles of Incorporation require no member approval.

The foregoing, together with the attached Articles is hereby approved and adopted by the Board of Directors. Pursuant to lawful authority, on this 14th day of September, 2016.

RED HILL JOURNALISM FOUNDATION, INC

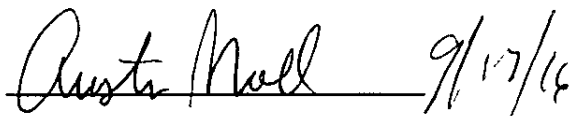
 9/16/16

President, Katherine Stewart

ATTEST:

 9/14/16

Vice-President, Joshua Eller

 9/17/16

Vice-President, Austin Mall

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TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION

OF

RED HILLS JOURNALISM FOUNDATION, INC

ARTICLE I

CORPORATE NAME

The name of this corporation is RED HILLS JOURNALISM FOUNDATION, INC

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ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation organized for all lawful purposes allowed pursuant to the Florida Not For Profit Corporation Act set forth in chapter 617 of the Florida Statutes, which shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of the corporation is 3048 Waterford Dr. Tallahassee, Florida.

ARTICLE IV

PURPOSE OF THE CORPORATION

The purpose for which this nonprofit corporation is organized is to create high quality independent journalism that will support democracy and strengthen the community in Tallahassee and Florida.

The Corporation, in pursuit of the foregoing, is committed to educational and related purposes well within the scope of Section 501© (3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS – BOARD OF DIRECTORS AND OFFICERS

BOARD OF DIRECTORS. The Corporation shall be governed by a Board of Directors which may consist of twenty-five unless increased or decreased by formal resolution of the Board of Directors except that the number shall not be less than three (3) directors. The Board of Directors may establish, amend or abolish classes of membership and define the qualifications of each and shall provide for terms of office and method of election of Directors and Officers.

CORPORATE OFFICERS. The Board of Directors shall elect the following officers: Chairman, President and Chief Executive Office, together with such officers as the by-laws may authorize.

(see Attachment "A")

ARTICLE VI

DESIGNATED CORPORATE POWERS

The Corporation is prohibited from lobbying, engaging in partisan politics and from any political activity prohibited by Section 501 (c) (3) of the Internal Revenue Service Code, as amended.

The Corporation is empowered to have and perform pursuant to section 617.0302, Florida Statutes.

ARTICLE VII

AMENDMENTS OF ARTICLES OF BY-LAWS

As amendment to these Articles Of Incorporation or an amendment to the By-Laws of this Corporation may be adopted at a meeting of the Board of Directors by a majority of the Directors then in office.

The undersigned Officers of this Corporation, pursuant to directive of the Board of Directors thereof, have executed these Articles of Incorporation on this 14th Day of September, 2016.

Attachment 'A'

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

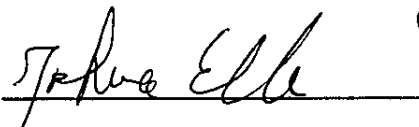
<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>VP</u>	<u>Hunter Mall</u>	<u>3048 Water Bird Dr</u> <u>Tallahassee, FL 32309</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP</u>	<u>Joshua Eller</u>	<u>609 Frank Pais Rd.</u> <u>Havana, FL 32333</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

RED HILL JOURNALISM FOUNDATION, INC

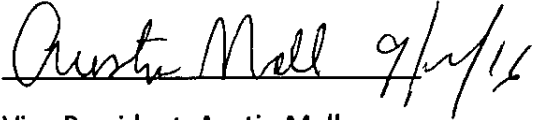
 9/16/16

President, Katherine Stewart

ATTEST:

 9/14/16

Vice President, Joshua Eller

 9/14/16

Vice President, Austin Mall