

N 17000004373

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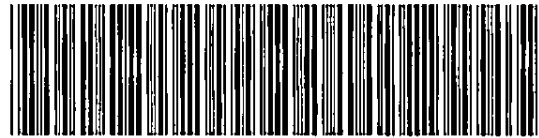
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CLERK OF COURT

Amended
&
Restated

COMMUNITIES THAT CARE CLT, INC.
101 NORTH MAIN STREET
GAINESVILLE, FLORIDA 32601

May 24, 2018

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Communities That Care CLT, Inc. – Document No. N17000004373

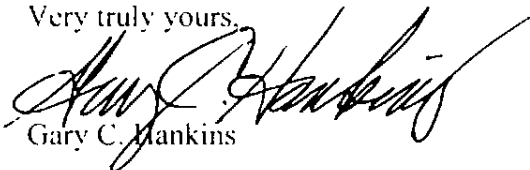
Dear Sir or Madam,

Enclosed for filing are the Amended and Restated Articles of Incorporation for Communities That Care CLT, Inc. (Document No. 17000004373), a Florida not for profit corporation, together with a check for \$52.50.

Please return a certified copy of the filed articles and a certificate of status to me at 101 N. Main Street, Gainesville, FL 32601. For purposes of all email correspondence, please use drcolfax1941@gmail.com.

Thank you for your assistance in this filing. If you have any questions, please call me at 352-262-9038.

Very truly yours,


Gary C. Hanks

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
COMMUNITIES THAT CARE CLT, INC.**

A Florida "Not for Profit" Corporation

The Board of Directors of Communities That Care CLT, Inc., a Florida not-for-profit corporation (the "Corporation"), have unanimously agreed at a regular meeting of the Board of Directors on May 21, 2018, 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 the votes cast for such amendment and restatement was sufficient for approval thereof and no members were entitled to vote on the amendment. Accordingly, the Articles of Incorporation of Communities That Care CLT, Inc., a Florida not-for-profit corporation, are hereby amended and restated in their entirety to read as follows:

In compliance with the laws of the State of Florida, the undersigned do hereby voluntarily associate for the purpose of forming a corporation not-for-profit for the purposes and with powers set forth herein.

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the corporation is Communities That Care CLT, Inc. The principal office of the corporation shall be located at 101 N. Main Street, Gainesville, FL 32601, but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The principal office shall also be the mailing and registered office address.

ARTICLE II - TERM OF EXISTENCE

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE AND POWERS

The purposes of this corporation shall be exclusively charitable or educational under Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Code or corresponding section of any future federal tax code.

The organization will improve the quality of life for residents of the Alachua County, Florida by facilitating and providing housing, education, business creation, and economic opportunity by undertaking the following activities:

A. The Corporation will acquire property appropriate for residential and/or commercial use and remove said property from the speculative market in perpetuity through the creation and operation of a community land trust (the "CLT").

B. The CLT operated by the Corporation will lease said properties to qualified low to moderate income working families for a nominal fee thus providing opportunities for home ownership or rental at below market rate in perpetuity.

C. The Corporation will provide stewardship support to CLT property owners and tenants through financial literacy education, credit rating repair, mortgage qualification and application assistance, homeowner management training, down payment subsidies, emergency financial assistance and all similar actions to promote CLT home owner/tenant success.

For such purposes, the Corporation shall have and exercise the following authority and powers:

1. To have and to exercise any and all powers, rights and privileges which a corporation organized under the law of the State of Florida may now or hereafter have or exercise.
2. To do all things necessary or desirable to accomplish the purposes of the Corporation as the Directors of the Corporation may from time to time deem appropriate which are consistent with powers conferred upon a not-for-profit corporation under the laws of the state of Florida and the Internal Revenue Code.
3. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein, wherever situated.

ARTICLE IV - POWERS - NO DISTRIBUTION OF GAIN

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other 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 Article III. The Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit.

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any

political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this organization shall not except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation. Nor shall the corporation carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code or by a corporation, contributions to 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 - REGISTERED AGENT

The name and address of the initial registered agent and office of the Corporation is: Gary C. Hankins, 101 N. Main Street, Gainesville, FL 32601.

ARTICLE VI - BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The number of Directors of the Corporation shall be not less than three (3); provided however that the Board of Directors may, from to time, increase or decrease the number of Directors, so long as the number of directors does not exceed fifteen (15). The method of election of the Board of Directors shall be as stated in the Bylaws. The names of addresses of the initial Board of Directors are:

Gary C. Hankins
101 N. Main Street
Gainesville, FL 32601

Scott Winzeler
101 N. Main Street
Gainesville, FL 32601

Kip Harrison
101 N. Main Street
Gainesville, FL 32601

Anne Rupp
101 N. Main Street
Gainesville, FL 32601

Karen Brown
101 N. Main Street
Gainesville, FL 32601

ARTICLE VII - OFFICERS

Subject to the direction of the Board of Directors, the officers shall administer the affairs of this corporation as designated in the Bylaws. The names and addresses of the officers who shall serve until the first annual meeting of the Board of Directors are:

President -	Gary C. Hankins 101 N. Main Street Gainesville, FL 32601
Vice President -	Scott Winzeler 101 N. Main Street Gainesville, FL 32601
Secretary -	Karen Brown 101 N. Main Street Gainesville, FL 32601
Treasurer-	Kip Harrison 101 N. Main Street Gainesville, FL 32601
Corresponding Secretary	Anne Rupp 101 N. Main Street Gainesville, FL 32601

Such other officers as may be authorized and elected pursuant to the Corporation's Bylaws.

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified or replaced in the manner set forth in the Bylaws.

ARTICLE IX - AMENDMENTS

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. Notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each director in the same manner as notice for the meeting. Such amendment shall require the assent of a two-thirds majority vote of the directors present.

ARTICLE X - DISSOLUTION

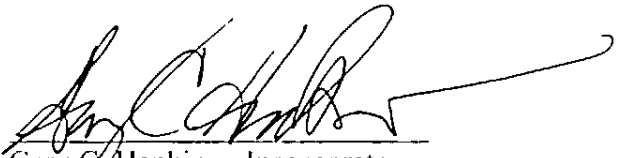
The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the directors. Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future federal tax code or shall be distributed for a public purpose to the federal government, a state or local government or to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. The Circuit Court of the county in which the principal office of the organization is located, shall dispose of any assets not disposed of, exclusively for such purposes or to such organization(s) as said court shall determine is organized and operated exclusively for such purposes, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is:

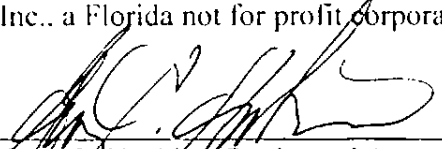
Gary C. Hankins
101 N. Main Street
Gainesville, FL 32601

These Articles of Incorporation are hereby executed by the incorporator on this 21st day of May, 2018.


Gary C. Hankins - Incorporator

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for Communities That Care CLT, Inc., a Florida not for profit corporation.



Gary C. Hankins, Registered Agent

Date: May 21, 2018