

N18000011002

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CORPORATIONS

Amended & Restated

DEC 06 2018

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Spiritual Connection Outreach Community Center of South Florida, Inc.

DOCUMENT NUMBER: N18000011002

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

Please return all correspondence concerning this matter to the following:

Mathis Moore

(Name of Contact Person)

Spiritual Connection Outreach Community Center of South Florida, Inc.

(Firm/ Company)

6810 NW 28th Street

(Address)

Sunrise, FL 33313

(City/ State and Zip Code)

mathismoore1@yahoo.com

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

For further information concerning this matter, please call:

Mathis Moore

954

548-8528

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:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

FILED
CLERK OF STATE
TALLAHASSEE, FLORIDA
18 DEC -3 PM 4:52



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 5, 2018

MATHIS MOORE
SPIRITUAL CONNECTION OUTREACH COMMUNITY
6810 NW 28TH STREET
SUNRISE, FL 33313

SUBJECT: SPIRITUAL CONNECTION OUTREACH COMMUNITY CENTER OF
SOUTH FLORIDA, INC.
Ref. Number: N18000011002

We have received your document for SPIRITUAL CONNECTION OUTREACH COMMUNITY CENTER OF SOUTH FLORIDA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

It appears from the enclosed document, you may be trying to file 'Amended and Restated Articles of Incorporation' or 'Restated Articles of Incorporation'. If this is the intention, the document submitted needs correcting. The document should be entitled 'Amended and Restated Articles of Incorporation' or 'Restated Articles of Incorporation'. 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 note historical information need not be listed. This would include the name of the incorporator and the name and address of the initial registered agent.

The date of adoption and the effective date, if any, will need to be included and who adopted the changes. It also, need to be signed by officer as required by law.

We do not file the By-Laws in this office.

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.

Diane Cushing
Senior Section Administrator

Letter Number: 218A00022790

RECEIVED

18 DEC -3 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FL

**Amended and Restated
Articles of Incorporation
for
Spiritual Connection Outreach Community
Center of South Florida, Inc.**

18 DEC -9 PM 4:52
RECEIVED
OFFICE OF
CORPORATIONS

The undersigned, acting as Incorporation(s) designing to form a nonprofit corporation under the Nonprofit Corporation Law of Florida, Chapter 617, F.S., adopt(s) the following Articles of Incorporation:

Article I – Name

The name of the Corporation shall be, **Spiritual Connection Outreach Community
Center of South Florida, Inc.**

Article II – Principle Place of Business

The known principle place of business of this corporation shall be 6810 NW 28th Street, Sunrise, FL 33313, but it may establish other principle places of business and other offices at such places, either within or without the State of Florida, as the Board of Directors may from time to time determine.

Article III – Purpose

This corporation is organized exclusively for charitable, religious, educational, literary, and scientific purposes; more specifically, to provide relief to recovering alcoholics and drug addicts that lessens the burdens of government, advances public education, eliminates prejudice and discrimination, and provides economic opportunities and life-essential resources to include but not limited to the following:

- Education, instruction or training to the recovering alcoholic and drug addict for the purpose of improving or developing their capabilities and remain alcohol and drug free.
- Counseling, referral, and network services.
- Temporary housing, food, clothing, and employment opportunities.
- Instruction to the public on subjects useful to individuals and beneficial to the community.

To this end, the corporation shall at all times be operated for charitable purposes within the meaning of section 5019(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, or the corresponding section of any future federal tax code, 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 now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

Article IV – Limitations

At all times shall the following operates as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution if furtherance of the purposes set for in Article Three hereof.
2. No substantial part of the activities of the corporation shall be the carry 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 or in opposition to any candidate for public office.
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended.

Article V – Members

The Corporation shall have no members, but to managed its affairs under authority of a Board of Directors.

Article VI – Manner of Election of Directors

The Corporation directors shall be appointed by the active Incorporators to serve until such that their replacements are duly qualified and appointed.

Article VII – Directors

The initial directors of the corporation shall serve until such time that their replacements are duly qualified and appointed by a majority vote of the Incorporators. The names and addresses of the persons who shall serve as the initial directors of the Corporation are as follows:

- Valerie Chandler 6810 NW 28th St, Sunrise, FL 33313
- Nina Harritte 5174 NE 6th St, Ft. Lauderdale, FL 33316
- Mathis Moore 6810 NW 28th St, Sunrise, FL 33313
- Samuel Harris 6810 NW 28th St, Sunrise, FL 33313

Article VIII – Officers

The officers of the Corporation shall consist of the President, Vice President, Director, Treasurer, Secretary, and C, and such other officers as may be provided in the Bylaws. Each Officer shall be appointed by the Incorporator until such time that a meeting is held to appoint new officers. The names and addresses of the officers of the Corporation are as follows:

- CEO - Valerie Chandler 6810 NW 28th St, Sunrise, FL 33313
- CFO - Nina Harritte 5174 NE 6th St, Ft. Lauderdale, FL 33316
- President - Mathis Moore 6810 NW 28th St, Sunrise, FL 33313
- Vice President - Samuel Harris 6810 NW 28th St, Sunrise, FL 33313
- Director - Gideon Arrington 3600 49th Ave North Apt 2A, St Petersburg, FL 33714
- Treasurer - Mauricio Cuadra 3321 SW 15th Ave Ft. Lauderdale, FL 33316

Article IX – Indemnification

The Corporation may indemnify, to the full extent permitted by the State of Florida nonprofit corporation laws, every person who is or was a party or is or was threatened to be a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, agent or trustee or another corporation or of a partnership,

joint venture trust, employee benefit plan or other enterprise, including service on a committee formed for any purpose (and case, his or her heirs, executors and administrators), against all expense, liability and loss (including counsel fee, judgements, fines, excise taxes, penalties, and amount paid in settlement) actually and reasonably incurred or suffered by such person in connection with such action, suit or proceeding, to the fullest extent permitted by applicable law, as in effect on the date hereof and as hereafter amended. Such indemnification may include advances of final disposition of such action, suit or proceeding subject to the provision of any applicable statute.

Article X – Bylaws

Bylaws for the corporation shall be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner prescribed in the bylaws.

Article XI – Amendments

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Directors, Trustees, Officers, are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specifically provisions for amendments are adopted by the Corporation pursuant to law.

Article XII – Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the repayment of all liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, educational, scientific, and literary purposes to such "qualified" organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for purposes of this Article XII (Twelve) only if at the time of the distribution of such assets it is operated exclusively for the purposes described in section 501(c)(3) of the Internal Revenue Code. Any of such assets not so distributed shall be distributed by the court of commons pleas of the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purpose of the Corporation, or to such qualified organization or organizations as said court shall determine.

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

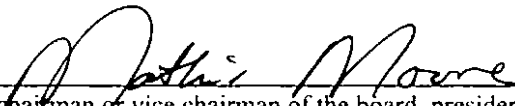
Effective date if applicable: _____
(no more than 90 days after amendment file date)

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 11/23/2018 _____

Signature  _____
(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)

Mathis Moore

(Typed or printed name of person signing)

President

(Title of person signing)