

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE RECOVERY HOLDING COMPANY, INC**

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE RECOVERY HOLDING COMPANY, INC.**

THE UNDERSIGNED, Thomas J. Griffin, President / CEO of THE RECOVERY HOLDING COMPANY, INC., a Florida not for profit corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is THE RECOVERY HOLDING COMPANY, INC., a Florida not for profit corporation. The Corporation's Florida document number is N19000005168.

ARTICLE SECOND: ARTICLE II – PURPOSES of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE II - PURPOSES

This Corporation is organized exclusively for charitable, religious, educational, and scientific 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 of 1986, as amended. Specifically, the primary purposes for which this Corporation is formed are:

A. For the advancement of charity and any other related or corresponding charitable purposes by the application of its funds and other assets for such purposes. This includes, but is not limited to, leasing any real property owned by the Corporation to entities providing similar charitable or exempt purposes. Any income received from the leasing of such real property will be used to further the charitable purposes of the Corporation or other organizations having a charitable purpose similar to the Corporation's.

B. More specifically, long-term rehabilitation of drug (alcohol, cocaine, crack, etc.) addicts (hereinafter "tenants") by providing support, and housing and employment opportunities. Housing is provided for the tenants by the Corporation in exchange for a minimum daily rate for services. Employment opportunities are provided by various labor agencies and the Corporation's Thrift Store. It is the Corporation's intent to provide a responsible and democratic environment for their tenants.

C. To provide education for individuals dealing with the disease of addiction and/or mental health issues. The education includes substances, substance

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use, prevention, coping skills, mental health illnesses, medication and a variety of life skills classes to address issues that have caused high-risk behaviors which have led to barriers in employment, education, lack of social supports, issues with family development and self-destructive behaviors.

D. To provide education for community members around substance use and mental health disorders with use of outpatient behavioral health settings for individuals, children and families.

E. In the residential rehabilitation setting, individuals will remain in the program and attend all educational classes, psycho-educational classes, and group therapy to advance their progress with overall well-being, to be a successful member of society, learn skills to remain abstinent from any mind or mood altering substance, and obtain employment and permanent housing.

F. To operate in any other manner for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws.

In general, the Corporation shall do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No substantial part of the activities of the Corporation shall be 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 distributing of statements) any political campaign on behalf of any candidate for public office. 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, or the corresponding section of any future Federal tax code, or (b) 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, nor shall the Corporation engage in subversive activities.

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The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, member, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

The general mission of this Corporation shall be to provide and administer educational, health and human services."

ARTICLE THIRD: ARTICLE III – POWERS of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE III – POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual."

ARTICLE FOURTH: ARTICLE IX – AMENDMENTS TO THE ARTICLES OF INCORPORATION of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE IX – AMENDMENT TO THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended in the manner provided by law. Provided, however, all amendments to the Articles of Incorporation must be approved by a majority vote of the Board of Directors of The Transition House, Inc."

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ARTICLE FIFTH: ARTICLE X – DISSOLUTION of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

“ARTICLE X – DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed by the Board of Directors to any one (1) or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder, having a purpose similar to the purposes of this Corporation. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located, to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.”

ARTICLE SIXTH: The amendments to the Articles of Incorporation of the Corporation reflected above were unanimously adopted on 11/18/2019 by the Board of Directors of the Corporation by Written Action in accordance with Sections 617.1002 and 617.0821 of the Florida Not-for-Profit Corporation Act. This Corporation currently has no Members.

ARTICLE SEVENTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 18 day of

NOVEMBER, 2019.

THE RECOVERY HOLDING COMPANY,
INC., a Florida not for profit corporation


Thomas J. Griffin, President / CEO