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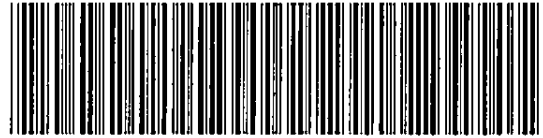
(Business Entity Name)

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Restated
Articles

03/14/24--01007--001 **35.00

2024 MAR -1 AM 8:16

FILED

A. RAMSEY

MAR 14 2024

COVER LETTER

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

SUBJECT: FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$43.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$52.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Brandon D. Cole, Esq.
Name (Printed or typed)
3107 Stirling Road, Suite 201
Address
Fort Lauderdale, Florida 33312
City, State & Zip
954-764-6766
Daytime Telephone number
bcole@goldenlawfl.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

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RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation is: _____

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows: _____

RESTATED ARTICLES OF INCORPORATION FOR
FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.
ATTACHED HERETO IN ITS ENTIRETY

THE RESTATED ARTICLES OF INCORPORATION ADOPTED
BY THE BOARD OF DIRECTORS DO NOT CONTAIN
ANY AMENDMENTS REQUIRING MEMBER APPROVAL

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

**RESTATED ARTICLES OF INCORPORATION
OF THE
FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.**

The undersigned subscriber, desiring to amend and restate the Articles of Incorporation of a not-for-profit corporation formed under Chapter 617 of the Florida Statutes, hereby adopts the following Restated Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be **FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.** For convenience, the **FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.** is hereinafter referred to as the "Corporation."

**ARTICLE II
DURATION AND COMMENCEMENT**

The duration of the Corporation shall be perpetual and the commencement of the corporate existence shall be as of the time of filing of the Articles of Incorporation.

**ARTICLE III
PURPOSES, NATURE AND POWERS**

A. The purposes for which the Corporation is organized and the general nature of the Corporation's activities shall be as follows:

1. To obtain and provide heavy equipment, other construction equipment, and commercial generators for disaster relief services for natural disasters, such as hurricanes and floods.

2. To provide for the training of persons to use heavy equipment, including military and other government surplus equipment, other construction equipment, and commercial generators for disaster relief.

3. To own and lease real property in order to provide locations to store disaster relief equipment and supplies and to train people in the use of heavy equipment for disaster relief.

4. To coordinate the use of heavy equipment and the disbursement of supplies for disaster relief.

5. To acquire goods, supplies, and equipment from public and private sources to fulfill the purposes of the Corporation.

6. To provide equipment, supplies, and other support to other not-for-profit organizations that provide disaster relief services for communities and individuals in need.

7. To obtain, receive, refurbish, and maintain real or personal property, or both, subject to any restrictions and limitations hereinafter set forth, and to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

B. The Corporation is a non-stock, not for profit corporation organized pursuant to Florida Statutes, Chapter 617, solely for the public interest.

C. The Corporation shall not engage in any activity for pecuniary profit.

D. The Corporation is organized exclusively for charitable, 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 1954 (or the corresponding provision of any future federal tax code).

E. The Corporation is organized to engage in activities as a private corporation under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax code); including without limitation, to prevent child abuse through education, resources, and hands-on guidance to give the innocent, helpless victims support from their community of educators, medical providers, friends and neighbors who may come across victims and not know how to help and to raise funds for the benefit of organization issues that qualify under Section 501(c)(3) of the Internal Revenue Code, as well as other eligible charitable institutions that qualify under Section 501(c)(3) of the Internal Revenue Code.

F. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 exempt purposes set forth herein. 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 distribution 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:

1. by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code); or

2. by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code).

G. The Corporation will endeavor to distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by

Section 4942 of the Internal Revenue Code or the corresponding Section of any future federal tax code.

H. The Corporation will not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code or the corresponding Section of any future federal tax code.

I. The Corporation will not retain any excess business holdings, as defined in Section 4943(c) of the Internal Revenue Code or the corresponding Section of any future federal tax code.

J. The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code or the corresponding Section of any future federal tax code.

K. The Corporation will not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code or the corresponding Section of any future federal tax code.

ARTICLE IV

MEMBERSHIP AND ADMISSION

Membership and manner of admission of members of the Corporation shall be as set forth in the Bylaws of the Corporation.

ARTICLE V

DISTRIBUTION OF ASSETS ON DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or other corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for Broward County, Florida, or such other Circuit Court in which the principal office of the Corporation 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 VI

DIRECTORS

A. Number of Directors: The property, business and affairs of the Corporation shall be managed by a Board of Directors, which shall consist of as many persons as the Board of Directors shall from time to time determine, but not less than three (3) or more than five (5) persons.

B. Election of Directors. Election of Directors of the Corporation shall be as set forth in the Bylaws of the Corporation.

C. Original Board of Directors: The names and addresses of the first Board of Directors of the Corporation are as follows:

Joe P. Cain, Jr.
400 SE 8th Street
Fort Lauderdale, Florida 33316

Lyndee Hennessy
400 SE 8th Street
Fort Lauderdale, Florida 33316

Amanda Haley
400 SE 8th Street
Fort Lauderdale, Florida 33316

ARTICLE VII **OFFICERS**

A. Subject to overall supervision of the Board of Directors of the Corporation and to any special provisions of the By-Laws of the Corporation, the affairs of the Corporation are to be managed by the following officers (who will be elected at the annual meeting of said Board of Directors to be held at such time as may be determined by the By-Laws):

1. President; Secretary; and Treasurer. The office of President, Secretary and Treasurer may be held by one (1) person.

2. The names of the persons to serve as officers until the first election of officers are as follows:

<u>Name</u>	<u>Office</u>
Joe P. Cain, Jr.	President
Joe P. Cain, Jr.	Treasurer
Joe P. Cain, Jr.	Secretary

ARTICLE VIII **BY-LAWS**

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. Such Bylaws may be altered, amended or repealed by the Membership in the manner set forth in the Bylaws.

ARTICLE IX **INCORPORATOR**

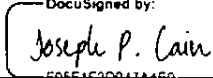
The name and address of the Incorporator of the Corporation is:

Adam R. Seligman, Esq.
4420 Beacon Circle
West Palm Beach, Florida 33407

ARTICLE X
REGISTERED OFFICE, AGENT AND ADDRESS

The initial registered office of this Corporation shall be at 4420 Beacon Circle, West Palm Beach, Florida 33407, with the privilege of having its office and branch offices at other places within or outside the State of Florida. The initial registered agent at that address shall be Adam R. Seligman, Esq. The initial principal office of the Corporation shall be: 1126 S. Federal Highway, #429, Fort Lauderdale, Florida 33316. The current registered office of this Corporation shall be 777 South Flagler Drive, Suite 300 East, West Palm Beach, Florida 33401, and the initial registered agent shall be Adam R. Seligman.

IN WITNESS WHEREOF, the President of the Corporation has hereunto set his hand this _____ day of 2/29/2024, 2024.

DocuSigned by:

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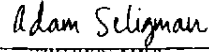
Joe P. Cain, Jr., President

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for **FLORIDA EMERGENCY MANAGEMENT ASSOCIATION INC.**, at the initial registered office of the Corporation in this State designated in its Articles of Incorporation. I hereby accept to act in this capacity and agree to comply with the provisions of §617.0503 Florida Statutes.

DATED this ____ day of 2/28/2024, 2024.

DocuSigned by:


Registered Agent