

N220000002895

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

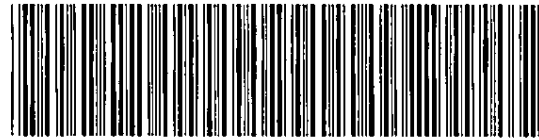
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900398928659

Amended & Restated
Articles

2023 JAN 18 AM 11:32

FILED

2022 DEC 15 PM 1:51

A. RAMSEY

JAN 20 2023

X02250 00524 00671

FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 12/16/22

NAME: THE OVINCE FOUNDATION CORP

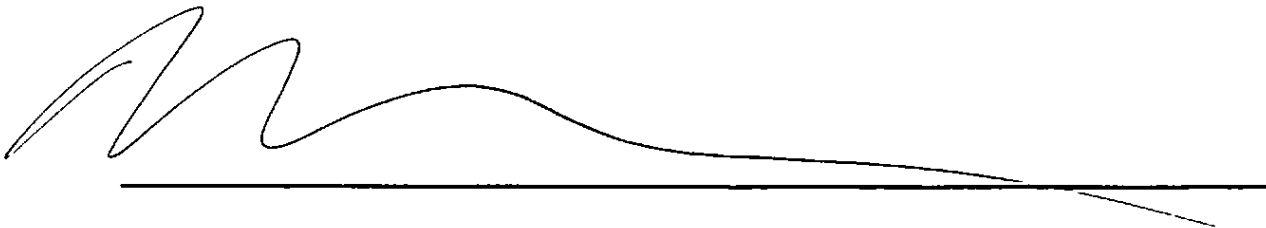
TYPE OF FILING: AMENDED AND RESTATED ARTICLES

COST: 35.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE





FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 19, 2022

FLORIDA FILING & SEARCH SERVICES, INC.

TALLAHASSEE, FL 32301

SUBJECT: THE OVINCE FOUNDATION CORP
Ref. Number: N22000002895

We have received your document for THE OVINCE FOUNDATION CORP and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Please include a statement that the amended and restated articles were adopted by the board of directors and does not include any amendments requiring member approval OR the restated articles contains an amendment requiring member approval and give a date of adoption by the members.

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) 245-6823.

Annette Ramsey
OPS

Letter Number: 222A00028214

12/19/22 1:50

FILED

2023 JAN 18 AM 11:32

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE OVINCE FOUNDATION CORP.**

The undersigned incorporator, being competent to contract, subscribes to these Amended and Restated Articles of Incorporation (these "Articles") to form a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I - Name

The name of the Corporation shall be THE OVINCE FOUNDATION CORP. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 630 N. Wymore Road, Suite 360, Maitland, FL. 32751.

ARTICLE III - Purpose

A. The Corporation is organized exclusively for charitable, religious, scientific, educational, or literary 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 (or the corresponding provision of any future United States Internal Revenue law) (the "Code"). Specifically, the Corporation will satisfy its charitable purpose by relieving the poor and distressed by offering affordable housing to individuals and families whose incomes are not in excess of 60% of area median gross income.

B. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's 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 purposes set forth in this Article. 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 publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

E. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject itself to tax under Section 4944 of the Code, nor make any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE IV - Term of Existence

The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 630 N. Wymore Road, Suite 360, Maitland, FL. 32751, and the name of the initial registered agent of the Corporation at that address is Reginal Ovince.

ARTICLE VI - Directors

A. The number of directors of the Corporation shall be three.

B. The number of directors may be either increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, but there shall always be at least three directors.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the members of the Board of Directors are:

<u>Name</u>	<u>Street Address</u>
Reginal Ovince	630 N. Wymore Road Suite 360 Maitland, Florida 32751

Lashanda Ovince

630 N. Wymore Road Suite 360
Maitland, Florida 32751

Kayla Ovince

630 N. Wymore Road Suite 360
Maitland, Florida 32751

F. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

ARTICLE VII - Incorporator

The name and street address of the incorporator signing these Articles is:

Name

Street Address

Reginal Ovince

630 N. Wymore Road Suite 360
Maitland, Florida 32751

ARTICLE VIII - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE X - Dissolution

A. 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 the assets of the Corporation in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

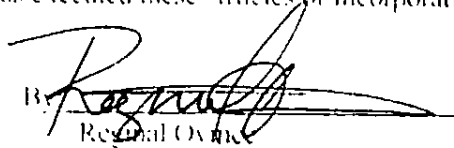
B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

ARTICLE IV – MEMBER APPROVAL

The Articles were adopted by the Board of Directors and do not include any amendments requiring member approval.

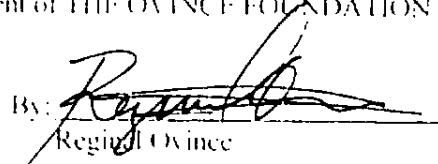
[Signatures contained on the following page]

WHEREFORE, the undersigned Incorporator has executed these Articles of Incorporation this
12th day of January 2023

By: 
Registered Office

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts
the appointment to serve as the initial Registered Agent of THE OVENCE FOUNDATION CORP.

By: 
Registered Agent

Dated the 12th day of January 2023.