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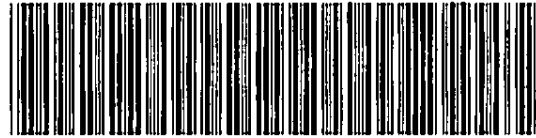
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**Michele Diglio-Benkiran, Esquire*

November 21, 2022

Sent Via USPS Priority Mail

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Name of Corporation: The Gail F. Gardner Social Justice Association, Inc.

To Whom It May Concern,

In connection with the above referenced matter, attached hereto please find cashier's check #1154031 payable to Florida Division of Corporation in the amount of \$35.00 representing the filing fee, the cover letter and amended articles of incorporation regarding the above referenced corporation.

Thank you for choosing our law firm to serve you in this matter. Please contact us with any questions or concerns.

Respectfully,

Legal Counsel, P.A.

A handwritten signature in black ink, appearing to read 'Michele Diglio-Benkiran', with a long horizontal flourish extending to the right.

Michele Diglio-Benkiran, Esquire

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Gail F. Gardner Social Justice Association, Inc.
DOCUMENT NUMBER: N22000008094

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

Please return all correspondence concerning this matter to the following:

Gail F. Gardner
(Name of Contact Person)

1028 Crestwood Commons Ave.
(Firm/ Company)

(Address)

Ocoee, FL 32761
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Gail F. Gardner at (321) 202-3288
(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 checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

AMENDED ARTICLES OF INCORPORATION
of
THE GAIL F. GARDENER SOCIAL JUSTICE ASSOCIATION, INC.
A Florida not-for-profit corporation

AMENDED ARTICLES OF INCORPORATION
of
THE GAIL F. GARDNER SOCIAL JUSTICE ASSOCIATION, INC.
A Florida not-for-profit corporation

In compliance with Chapter 617, Florida Statutes (Not for Profit), the Articles of Incorporation are hereby amended as follows:

ARTICLE I- NAME.

The name of the corporation shall be "The Gail F. Gardner Social Justice Association" (the "Corporation").

ARTICLE II - PRINCIPAL ADDRESS.

The principal address of the corporation is 1028 Crestwood Commons Avenue, Ocoee, Florida 34761.

ARTICLE III- PURPOSE.

It is intended that the Corporation is organized exclusively for charitable, scientific, and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law, for the following such purposes:

1. To educate and assist individuals who are victims of negative social justice issues in marginalized communities;
2. To act as an advocate for change for individuals who are victims of negative social justice issues in marginalized communities;
3. To collect, solicit, and accept funds, gifts, and other donations and subscriptions; to hold in trust, mortgage, lease, sell, or otherwise dispose or acquire property, real, chattel, or intangible, in keeping with the recited purposes of the Corporation.
4. To exercise all powers and authorities that are necessary or convenient for the purposes for which the Corporation is formed.
5. To conduct any and all charitable, scientific or educational activities which the Board of Directors of the Corporation deems in furtherance of the purposes for which this Corporation was formed and in accordance with the Bylaws of the corporation.
6. This Corporation is not organized, nor shall it operate, for pecuniary gain or profit and is organized solely for not-for-profit purposes. Notwithstanding any other provision of these Articles of Incorporation or the Bylaws of the Corporation, no member, trustee, officer, employee, or representative of the Corporation shall take any action or carry on any activity by or on behalf of the Corporation not

permitted to be taken or carried on by an organization exempt under Section 501(c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law, or by an organization. contributions to which are now deductible under Section 170 (c)(2) and 509 (a) (1) of the Internal Revenue Code of 1986 or the corresponding prevision of any future United States Internal Revenue law.

ARTICLE IV- MEMBERSHIP

The Corporation shall not have any formal membership with voting privileges.

ARTICLE V-CORPORATE EXISTENCE.

The existence of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE VI-MANAGEMENT

The affairs of the Corporation shall be managed by the Board of Directors and administered through its officers, which shall be a President, Vice President, Secretary and Treasurer. Officers of the Corporation shall be elected in a manner more particularly set forth in the Bylaws of the Corporation. The Board of Directors of the Corporation shall consist of no less than three (3) and no more than five (5) directors as more particularly set forth in the Corporation's Bylaws. Directors shall be elected and appointed in a manner more particularly set forth in the Corporation's Bylaws.

ARTICLE VII- OFFICERS.

The current officers of the Corporation who shall administer the business of the Corporation until their successors are elected pursuant to the Bylaws of the Corporation Bylaws, are as follows:

President : Gail Gardner- 1028 Crestwood Commons Avenue, Ocoee, Florida 34761

Vice President: Cheryl Zachery- 1815 Abotts Hill Drive, Orlando, Florida 32825

Secretary: Sherrika Robinson- 203 Petasky Road, Groveland, Florida 34736

Treasurer: Shima Clark- 1028 Crestwood Commons Avenue, Ocoee, Florida 34761

ARTICLE VIII- AMENDMENT OF THE ARTICLES OF INCORPORATION.

The Corporation's Articles of Incorporation may be amended, altered, or rescinded by a sixty percent (60%) vote of the Board of Directors at a meeting of the Board of Directors where a quorum of the Board of Directors are present.

ARTICLE IX- ASSETS UPON DISTRIBUTION.

The Corporation is organized exclusively for charitable, scientific, and educational purposes, including, for such purposes, the making of distributions to

real personal and mixed, including stocks, bonds and securities issued and created by any other corporation in any other state or in any other country and whether now or hereafter organized, and including all rights, corporal and incorporeal hereditaments appurtenant thereto; to purchase, establish, operate and publish or cause to be published journals, books, bulletins and advertising matter; to build, construct, maintain and operate any of the properties above mentioned, and while owner of any property, to exercise all rights, powers and privileges of ownership to the same extent as natural persons might do, including the right to vote the stock of other corporations owned by it; to borrow money and secure the same and monies otherwise owing, by mortgages, debentures, bonds, deeds, or other obligations therefore; to enter into, make, perform, and carry out contracts, of every kind for any lawful purpose, to draw, make, accept, endorse, execute and issue promissory notes, drafts; bills of exchange, warranties, debentures and other transferrable instruments; to carry on all of its operations or businesses and to promote its objects and purposes within the State of Florida or elsewhere without restrictions as to place; to have, use, exercise and enjoy all the general powers of like corporations not for profit and to do and perform all such other things and acts as may be necessary or expedient in carrying on any of the businesses or acts set forth in this article and these Articles of Incorporation, subject to and consistent with the Corporation charges of not-for-profit corporations.

The foregoing clauses shall be construed as powers but no specific, general or special powers or purposes herein enumerated shall be determined exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE XII- INDEMNIFICATION.

To the fullest extent permitted by law, as now in effect or as may hereafter be amended, no director, officer, covenant partner, or other person who renders service to or for the Corporation, shall be liable, and no cause of action may be brought, for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such director or officer, or, in the case of a covenant partner or other persons, for damages resulting from an act or omission in rendering such services, unless the act or omission involved willful or wanton conduct; provided, however such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE XIII- INCORPORATOR.

The name and address of the incorporator of these Amended Articles of Incorporation is Gail F. Gardner whose address is 1028 Crestwood Commons Avenue, Ocoee, Florida 34761.

organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to its covenant partners, trustees, officers, directors 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 its purposes set forth in these Articles of Incorporation.

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 by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision(s) of any future federal tax code(s) or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provision(s) of any future federal tax code(s).

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation, or for one or more other exempt purposes, in such manner, or to one or more organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, operated exclusively for charitable, educational, 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 1986 (or corresponding provision(s) of any future federal tax code(s)), as the Board of Directors shall then determine. Any of such assets not so disposed of shall be disposed of by a court of appropriate jurisdiction 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 X-REGISTERED AGENT.

The registered agent for the corporation is Gail F. Gardner whose address is 1028 Crestwood Commons Avenue, Ocoee, Florida 34761.

ARTICLE XI- POWERS.

The Corporation shall have the power, subject to the laws of the State of Florida, to hold, own, work, develop, improve, divide and subdivide, process, sell, convey, lease, mortgage, pledge, exchange and otherwise deal in and dispose of property of all kinds.

IN WITNESS WHEREOF, the undersigned incorporator, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true and hereby subscribes thereto and sets his hand and seat this __ day of November, 2022.

Gail F. Gardner
Gail F. Gardner

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me on this 18 day of November, 2022, by means of __ online notarization or ☒ physical presence by Gail F. Gardner who is __ personally known to me. ☒ has produced a Florida driver's license as identification, or __ has produced the following as identification:



Kim Mann
Notary Public – State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Florida Statutes §48.091 and Florida Statute §617.0403 and §617.051, the following is submitted in compliance with said act:

The Gail F. Gardner Social Justice Association, Inc., desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at 1028 Crestwood Commons Avenue, Ocoee, Florida 3476, has named Gail F. Gardner, located at the aforementioned registered office, as its registered agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

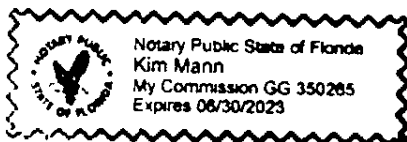
Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of said act, as the same may apply to the Corporation.

Dated this 18 day of November 20, 2022.


Gail F. Gardner, Registered Agent

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me on this 18 day of November, 2022, by means of online notarization or ✓ physical presence by Gail F. Gardner who is personally known to me, ✓ has produced a Florida driver's license as identification, or has produced the following as identification:




Notary Public – State of Florida