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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ST. MARK VILLAGE FOUNDATION, INC.**

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ST. MARK VILLAGE FOUNDATION, INC.**

The undersigned, as a director of ST. MARK VILLAGE FOUNDATION, INC., does hereby certify that the Amendment provided for herein was adopted by the board of directors on the 9th day of June, 2023.

1. Name of Corporation: ST. MARK VILLAGE FOUNDATION, INC.
2. Document Number: The document number of the Corporation is N23000000748.
3. Amendment Adopted: ARTICLE II is hereby amended and restated to read as follows:

**"ARTICLE II
PURPOSES, RIGHTS AND POWERS**

The purposes of the corporation and restrictions on its operations are as follows:

1. The corporation shall be organized, and at all times operated, exclusively for charitable purposes within the meaning of 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 (hereinafter the "Code").
2. Notwithstanding any provision of these Articles of Incorporation to the contrary, the corporation shall be prohibited from taking any action inconsistent with its maintaining qualification as an exempt organization under section 501(c)(3) of the Code, inconsistent with the provisions of the Florida Not For Profit Corporation Act, or taking any action that supports or benefits any organization other than St. Mark Village, Inc, the corporation supported organization.
3. The corporation shall not engage in propaganda, attempt to influence legislation or participate in any political campaign on behalf of or in opposition to any candidate for public office, nor shall any part of its property or any part of the income or net earnings therefrom be devoted to such purposes.
4. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its 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 herein.

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5. The corporation shall not: engage in any acts of self-dealing as defined in section 4941(d) of the Code; fail to distribute income at such time and in such manner as to subject it to tax under section 4942 of the Code; retain any excess business holdings as defined in section 4943(c) of the Code; make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of section 4944 of the Code; make any taxable expenditures as defined in section 4945(d) of the Code; or otherwise violate any of the provisions of Section 617.0835, Florida Statutes (1995).

6. It is intended that the corporation shall have the status of an organization that is exempt from federal income tax under section 501(c)(3) of the Code and described in section 509(a)(3) of the Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the corporation shall be construed, applied and carried out in accordance with such intent.

7. Without limiting the foregoing purposes, the corporation is being organized, and shall be operated, as a supporting organization as defined in section 509(a)(3) of the Code. The corporation will operate exclusively for the benefit of, provide support for, and advance the charitable purposes of St. Mark Village, Inc., a Florida nonprofit corporation exempt from federal income tax under section 501(c)(3) of the Code."

4. Directors Approval: All of the directors entitled to vote on this approved such Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment and Restatement on the 9th day of June, 2023.

DIRECTOR:


GARY WILLIAMSON