

N45570

(Requestor's Name)

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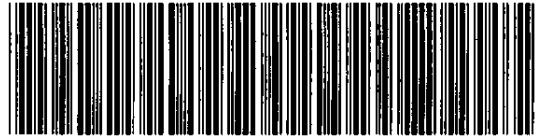
(Business Entity Name)

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DEC 15 2009

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Grove House of Jacksonville, Inc

DOCUMENT NUMBER: N45570

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

Please return all correspondence concerning this matter to the following:

Shannon Nazworth

(Name of Contact Person)

Grove House of Jacksonville, Inc

(Firm/ Company)

126 W. Adams St. Suite 502

(Address)

Jacksonville, FL. 32202

(City/ State and Zip Code)

snazworth@abilityhousing.org

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

For further information concerning this matter, please call:

Shannon Nazworth

(Name of Contact Person)

at (904) 359-9650

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Grove House of Jacksonville, Inc

(Name of Corporation as currently filed with the Florida Dept. of State)

N45570

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Ability Housing of Northeast Florida, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Article I: Name of Corporation: The name of the Corporation shall be Ability Housing of

 Northeast Florida, Inc. The Corporation was previously named

 Grove House of Jacksonville, Inc.

Article III: See attached

Article IV: See attached

Article VI: See attached

Article VII: See attached

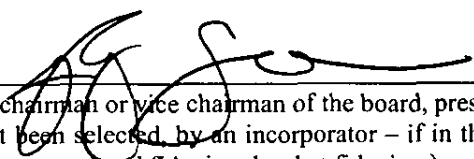
The date of each amendment(s) adoption: June 11, 2009

Effective date if applicable: December 7, 2009
(date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated December 7, 2009

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Reginald Fullwood
(Typed or printed name of person signing)

Board President
(Title of person signing)

**Amended Articles of Incorporation
of
Ability Housing of Northeast Florida, Inc.
(formerly known as Grove House of Jacksonville, Inc.)**

The Corporation previously filed, with the State of Florida, the original articles of incorporation dated September 27, 1991 and an amendment to such articles dated April 29, 1996 and February 20, 2007. As authorized by the Board of Directors per vote of May 19, 2009, the Corporation has adopted the following amended articles and has directed the President of the Corporation to file such amended articles with the State of Florida. These new amended articles replace all prior articles previously filed with the State of Florida except as noted herein.

Article I: Name of Corporation: The name of the Corporation shall be **Ability Housing of Northeast Florida, Inc.** The Corporation was previously named Grove House of Jacksonville, Inc.

Article II: Place of Business/Mailing Address: The principal place of business and mailing address of the Corporation shall be 126 West Adams Street, Jacksonville, Florida 32202.

Article III: Purposes of Corporation The 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, or the corresponding section of any future federal tax code.

The Corporation shall develop and operate affordable housing; do generally all things associated with housing; solicit, receive and disburse funds in support of its own and similar programs and organizations; and engage in any and other lawful business that the corporation elects to pursue in accordance with its charitable status.

Article IV: Corporate Restrictions/Liquidation of the Corporation. The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions in this Article:

1. No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributed 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 payment and distributions in furtherance of the purposes set forth in these Articles.
2. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in or intervene in

(including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal code, or (ii) 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.
4. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county 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 V: Registered Office/Registered Agent. As noted in the earlier article filings of the Corporation, the street address of the initial registered office was 4465 Salisbury Road, Suite 390, Jacksonville, Florida 32256 and the name of the initial registered agent of the Corporation at that address was Steven C. Koegler. Per the initial filing of the articles of incorporation, Steven C. Koegler also acted as sole incorporator.

Since incorporation, the Corporation has changed the registered office and the registered agent. The street address of the current registered office is 126 West Adams Street, Suite 502, Jacksonville, Florida 32202 and the name of the current registered agent of the Corporation at that address is Shannon Nazworth.

Article VI: Powers of the Board of Directors. A Board of Directors shall exercise the powers of the Corporation. The number of board members of the Corporation shall be not less than seven (7) nor more than sixteen (16), or as otherwise set by the Corporation bylaws. Per earlier article filings by the Corporation, the initial Board of Directors consisted of three members, none of whom currently served as directors. The Board of Directors shall elect officers as set out in the bylaws of the Corporation.

Voting members of the Board of Directors shall be appointed at the annual meeting of the Board of Directors for a term that ordinarily shall be for three (3) years. Board members may serve three (3) consecutive three (3) year terms. At the end of their third term, a Board member must remain off the Board one full year before re-appointment, unless waived by a majority vote of the other board members.

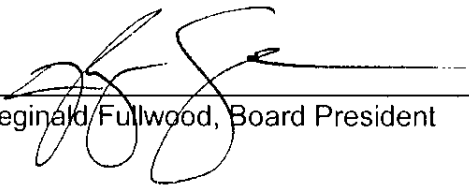
Subject to the limitations contained in the bylaws and any limitations set forth in Chapter 617, Florida Statutes, concerning corporate action, the bylaws may be altered,

rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth in the bylaws.

Article VII: Amendments to the Articles. Amendments of these articles of incorporation may be adopted by vote of two-thirds of a quorum of the Board of Directors of the Corporation.

In witness whereof, the President of the Corporation, Reginald Fullwood, has hereto subscribed his name this 11th day of JUNE, 2009.





Reginald Fullwood, Board President

STATE OF FLORIDA

COUNTY OF DUVAL

Before me this 11th day of JUNE, 2009, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Reginald Fullwood, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

