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COVER LETTER

| TO: Amendment Section Division of Corporations | | | | | |
|---|--|---|---|--|--|
| NAME OF CORPORATION | Our Daily Bread of Bradenton, Inc. | | | | |
| N: DOCUMENT NUMBER: | 47509 | | | | |
| The enclosed Articles of Amer | <i>idment</i> and fee are subir | nitted for filing. | | | |
| Please return all correspondence | ce concerning this matter | r to the following: | | | |
| Jessica L. Vinson | | | | | |
| | | (Name of Contact | Person) | | |
| Esposito Law Group, PA | | | | | |
| | | (Firm/ Compa | ny) | | |
| 537 10th Street West | | | | | |
| ~ | (Address) | | | | |
| Bradenton, Florida 34205 | | | | | |
| | (| City/ State and Zi | p Code) | | |
| jessica@espositolegal.com | | | | | |
| E-m | ail address: (to be used | for future annual r | eport notification | n) | |
| For further information concern | ning this matter, please c | all: | | | |
| Jessica L. Vinson | | 941 | 251-0000 | | |
| (N | (Name of Contact Person) | | at (Area Code) | (Daytime Telephone Number) | |
| Enclosed is a check for the foll | owing amount made pay | able to the Florida | Department of S | State: | |
| 🖬 \$35 Filing Fee 🛛 [| □\$43.75 Filing Fee & [Certificate of Status | □\$43.75 Filing Fe Certified Copy (Additional copy enclosed) | Certifi is Certifi | D Filing Fee icate of Status ied Copy ional Copy is sed) | |
| <u>Mailing Address</u> Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | | A D C 2 | <u>Street Address</u> Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 | | |



AMENDED AND RESTATED ARTICLES OF INCORPORATION OF OUR DAILY BREAD OF BRADENTON, INC.

The OUR DAILY BREAD OF BRADENTON, INC. does hereby publish and adopt this

Amended and Restated Articles of Incorporation, pursuant to Chapter 617, Florida Statutes.

<u>ARTICLE 1</u>

CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is: OUR DAILY BREAD OF BRADENTON, INC. ("Corporation"), and the principal place of business and mailing address of this corporation shall be 710 18th Avenue West, Bradenton, Florida 34205 (P.O. Box 9544 Bradenton, FL 34206).

ARTICLE 2

OBJECT

2.1 The sole purpose of the Corporation is to maintain and operate charitable centers dedicated to relief of the poor, the distressed, and the underprivileged.

2.2 The Corporation is organized and incorporated pursuant to Chapter 617, Florida Statutes, as a corporation not-for-profit.

2.3 The purposes for which the Corporation is organized are charitable, religious, cultural, scientific, literary, and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder. The objectives of the Corporation are to maintain and operate charitable centers dedicated to serve the hungry, poor, distressed, underprivileged, and other persons in need; to provide food, clothing, shelter, and other assistance and necessities; to coordinate and cooperate with other entities and organizations with charitable programs solely dedicated to charitable purposes; to provide financial assistance for these purposes; to raise funds for these purposes; and to assist and deal in

other related charitable services. To further do and perform or cause to be done and performed each, any and all of the facts and things insofar as the same may be incidental to, or included in all or any of the general powers given the Corporation, under the laws of the State of Florida, provided, however, that the Corporation may not exercise any power, either expressed or implied, in such a manner as would disqualify the Corporation from exemption from income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Notwithstanding the powers and purposes enumerated in these Articles, the Corporation shall comply with all the statutory provisions governing not for profit charitable shelters for the poor, and the Corporation shall be restricted as follows: no part of the net earnings of the Corporation shall inure to the benefit of any board member, officer, or other associate or representative of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes), and no Board member, officer, or private individual, shall be entitled to share in the distribution of the Corporation's assets upon dissolution of the Corporation, nor shall a substantial part of the Corporation's activities be for the purpose of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Other provisions of these Articles notwithstanding, the Corporation shall not carry on any other activities not permitted to be undertaken by: (a) a corporation exempt from federal income tax under Section (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, or (b) a corporation to which

contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any other corresponding provisions of any future United States Internal Revenue law.

ARTICLE 3

DURATION

The term of existence of the Corporation shall begin when the Articles of Incorporation have been filed with the Department of State of the State of Florida, and the term is perpetual.

ARTICLE 4

SUBSCRIBERS

The following is a list of the names and residences of the subscribers for the formation of the Corporation, to-wit:

Name:

Mark McLaughlin

Diane Donovan

Robert Eikill

Bruce Behrens

Dec Bennett

William C. Brown

Phil Davis

Craig Matthews

Address:

6104 Oaks Blvd. Bradenton, Florida, 34209

2805 68th Street Circle W Bradenton, Florida 34209

3728 Summerwind Circle Bradenton, Florida 34209

6604 189th Street Bradenton, Florida 34211

7056 Hawks Harbor Court Bradenton, Florida 34207

4239 Riverview Blvd. Bradenton, Florida 34209

2008 18th Street W Bradenton, Florida 34205

4625 26th Street W Bradenton, Florida 34207 Barry Moffatt

Tammy Woodward

Annette Larkin

3014 Avenue E Holmes Beach, Florida 34217

507 74th Street Homes Beach, Florida 34217

6820 12th Ave NW Bradenton, Florida 34209

ARTICLE 5

OFFICERS AND MANAGEMENT OF CORPORATE AFFAIRS

5.1. The Board of Directors shall have full, absolute and complete authority to manage the affairs of the Corporation. The Board of Directors shall be comprised initially of 11 directors and not less than 5.

5.2. The manner in which the directors are elected shall be set forth in the By-Laws of this Corporation. The number of directors may be increased or diminished from time to time as shall be set forth in accordance with the By-Laws.

5.3 Annual meetings shall be held each year at the registered office of the Corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

5.4 The Board of Directors may retain staff for the purpose of conducting day-to-day management and supervision of Corporation affairs, consistent with policies and directions set by the Board, and with the qualifications and provisions outlined in the Bylaws.

5.5 The officers of the Corporation shall be a President, Vice President, Treasurer, and a Corporate Secretary. The President, Vice President, Treasurer and the Corporate Secretary shall be elected from among the members of the Board of Directors. The Board of Directors may also, at any time and from time to time, elect other officers and assistant officers, and fill any vacancy that may exist in any such office as a result of resignation, death or removal of the officer holding

the same. No elected officer may hold more than one elected office. Each officer shall have authority to perform the duties that pertain to the office held by him or her, or as set forth in these Articles or, to the extent consistent with the Bylaws, such duties as may be prescribed by the Board of Directors from time to time.

The President, or in his or her absence, the Vice President, shall preside at all meetings of the Board of Directors of the Corporation and shall perform such other functions and duties as called upon by the Board of Directors from time to time.

<u>ARTICLE 6</u>

OFFICERS

The names of the officers and directors who are to manage and conduct all of the affairs of the Corporation until expiration of their term are as follows:

PresidentMark McLaughlinVice PresidentBruce BehrensTreasurerRobert EikillCorporate SecretaryDiane Donovan

ARTICLE 7

DIRECTORS

The names of the Board of Directors for the Corporation who will serve until their successors are elected at the next duly held annual meeting of the Corporation are as follows:

Mark McLaughlin

Diane Donovan

Robert Eikill

Bruce Behrens

Dee Bennett William C. Brown Phil Davis Craig Matthews Barry Moffatt Tammy Woodward Annette Larkin

ARTICLE 8

AMENDMENT OF BYLAWS

The Bylaws of the Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, by the Board of Directors by a majority vote of those Directors present at a duly held meeting of the Board of Directors. Any proposed amendments or modifications to the Bylaws shall be submitted to each Director no less than fifteen (15) days prior to the vote on the amendment(s).

ARTICLE 9

INDEBTEDNESS

The Corporation may subject itself to indebtedness or liability in an aggregate sum not greater than \$1,000,000.00. However, any time current outstanding indebtedness exceeds \$500,000.00, any new indebtedness must be approved by at least two-thirds (2/3) vote of those Directors present at a duly held meeting of the Board of Directors.

ARTICLE 10

AMENDMENTS TO ARTICLES OF ORGANIZATION

Amendments to these Articles may be proposed by simple majority vote of those Directors present at a duly held meeting of the Board of Directors and may be adopted by majority vote of those Directors present at a duly held meeting of the Board of Directors of the Corporation. Any proposed amendments or modifications to these Articles shall be submitted to each Director no less than fifteen (15) days prior to the vote on the amendment(s).

ARTICLE 11

REGISTERED AGENT

The street address of the registered office of this Corporation is 710 18th Avenue West, Bradenton, Florida. This Corporation designates Mark McLaughlin at said registered office as the registered agent for this Corporation to accept service of process within the State of Florida on behalf of this Corporation. This Corporation designates Robert Eikill as the alternate registered agent for this Corporation in the event Mark McLaughlin is unable or unwilling to serve as the registered agent. In and by execution of these Articles, Mark McLaughlin and Robert Eikill hereby accept their designation as registered agent and alternate registered agent, respectively, for this Corporation at the place hereinabove designated and agree to comply with all of the provisions of the law relating to keeping the office of said Corporation open for the purpose of service and process.

ARTICLE 12

DISSOLUTION

The Corporation may dissolve by resolution of no less than two-thirds (2/3) vote of those Directors present at a duly held meeting of the Board of Directors. The resolution and proposal

for distribution of its assets shall be submitted to the Department of Agriculture and Consumer Services ("Department") for approval. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 50(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal, 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 organization is then located, exclusively for such purposes **disposed** and upon publication of notice of dissolution and proof that all indebtedness of the Corporation has been paid and that there are no outstanding or pending claims, the resolution and articles of dissolution shall be presented to the Circuit Court in and for Manatee County, Florida for entry of a decree of dissolution and order of distribution of remaining assets.

This Amended and Restated Article of Incorporation was duly adopted by the Board of Directors of the Corporation at a duly held meeting of the Board of Directors on the $\underline{q+h}$ day of $\underline{DCtobcR}$, 2018, and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, we hereby set our hands and seals this $\frac{25^{4}}{5}$ day of 0 in the condition of 0 in the condition of the conditio

Mark McLaughlin, President

By: June M. Nourm

Diane Donovan, Corporate Secretary

STATE OF FLORIDA COUNTY OF MANATEE

Before me, the undersigned authority, personally appeared <u>MORK MUCHAUGHLIN</u> and <u>DIGNE DOMONALL</u>, who are [] personally known to me or [] who have provided _______ as identification and who being duly sworn, acknowledged to me that they are the President and Secretary, respectively, of the Our Daily Bread of Bradenton, Inc. and the persons who executed the foregoing Amended and Restated Articles of Incorporation, and that they executed the same for the purposes therein expressed.

Acknowledged before me this 25th day of <u>OCIUDE</u>, 2018.



Notary Public - State of Florida

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