

N50908

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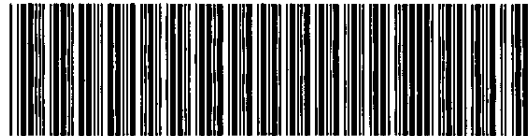
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Amend/CC

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COVER LETTER

TO: Amendment Section
Department of Corporations

NAME OF CORPORATION: GIS Housing V, Inc.

DOCUMENT NUMBER: The charter number for the corporation is N50908.

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

Please return all correspondence concerning this matter to the following:

Lee C. Zeh
GIS Housing V, Inc.
10596 Gandy Boulevard
St. Petersburg, FL 33702
lee.zeh@goodwill-suncoast.com

For further information concerning this matter, please call:

Lee C. Zeh at 727-523-1512
(Name of Contact Person) (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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of
GIS Housing V, Inc.
Charter Number: N50908

Pursuant to the provisions of section 617.1006 , Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendments to its Articles of Incorporation.

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

N/A

B. Enter new principal office address, if applicable:

N/A

C. Enter new mailing address, if applicable:

N/A

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:

N/A

E. If amending or adding additional Articles, enter changes here:

1. Article IV – Purposes shall be amended to read as follows:

The Corporation is hereby organized for the following purpose:

1. The Corporation is organized and shall be operated exclusively as a charitable organization for rehabilitative, educational and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and the Regulations thereunder, as they now exist or as they may hereafter be amended (hereinafter collectively referred to as the "Code"); the Corporation is not organized or operated for profit and shall issue no stock.

- a. Without limiting the generality of section (1.) above the specific purpose shall be:
To provide, on a not-for-profit, charitable basis, housing facilities and services to people who are disabled or elderly. The subsidized rental housing and services will be specially designed to meet the physical, social and psychological needs, and to promote the health, security, happiness and usefulness of people who are disabled and elderly. Such purpose shall include authority to apply for, obtain and

contract with any Federal agency for a direct loan or loans or other Financial aid in the form of mortgage insurance, rent supplement, or housing assistance payment or otherwise, for the provision of rental housing and related facilities and services for lower income elderly or disabled persons. The corporation will operate in accordance with the Regulatory Agreement between the corporation and the Secretary of Housing and Urban Development.

2. The Corporation shall have and may exercise, to the extent that they are not inconsistent with the purposes of the Corporation, any and all powers conferred upon nonprofit corporations organized pursuant to the Florida Not for Profit Corporation Act (the "Act"); provided, however that:

- a. No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private person, except that reasonable compensation may be paid for services actually rendered to or for the Corporation, and no director or officer of the Corporation, or any private person, shall be entitled to share in the distribution of any of the assets of the Corporation upon the dissolution of the Corporation;
- b. 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, or in opposition to, any candidate for public office; and
- c. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from federal income tax under IRC Section 501(c)(3); or (ii) by a corporation contributions to which are deductible under IRC Section 170(c)(2).

2. The first paragraph of **Article VI – Directors and Members** shall be amended to read as follows:

The business and affairs of the Corporation shall be managed under the direction of its Board of Directors. The number of directors, the manner of election or appointment of the directors, and the terms of such directors shall be as provided in the Bylaws.

3. The list of names and post office addresses of the persons who shall serve as the initial Directors set forth in **Article VI- Directors and Members** shall be deleted in its entirety.

4. The final two paragraphs of **Article VI – Directors and Members** shall be deleted and replaced with the following:

The Corporation shall have members, the qualifications and rights of which shall be as provided in the Bylaws.

5. The first two paragraphs of **Article VII – Officers** shall be deleted and replaced with the following:

The Corporation shall have those officers as are set forth in the Bylaws. The manner of election or appointment, and the terms of such officers shall be as provided in the Bylaws.

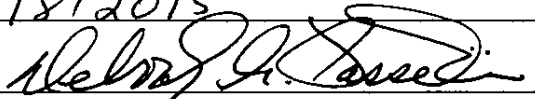
6. **Article VIII – Bylaws** shall be deleted in its entirety.

The amendments were adopted by the members on January 30, 2014

Adoption of Amendments:

- ☒ The amendments were adopted by the members and the number of votes cast for the amendments were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Dated: 10/8/2015

Signature: 

Deborah A. Passerini
(Typed or printed name of person signing)

Executive Vice President
(Title of person signing)