N93000000139

OFFICE USE ONLY

John Anthony
(Requestor's Name)
1030 W Olive Street
(Address)
Lakeland, FL 33815 (863) 682-0654
(City, State, Zip) (Phone #)

10000323941--9
-05/01/00--01021--004
*****52.50 *****52.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Macedonia Human Services Cultural Training Center, Inc., (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

Amended & Restated Articles & Name Change

☒ Walk in ☐ Pick up time ______ ☒ Certified Copy

☐ Mail out ☒ Will wait ☐ Photocopy ☒ Certificate of Status

FILED
00 MAY -1 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment & Restated
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

RECEIVED
00 MAY -1 AM 8:12
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials: ADR
5/1/00

CR2E031(9/92)

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

FIRST MACEDONIA HUMAN SERVICES, INC.

00 MAY FILED AM 8:39 SECRETARY OF STATE TALLAHASSEE, FLORIDA

We, the undersigned natural persons of age twenty-one (21) years or more, acting as incorporators of a corporation, not for profit, adopt the following Amended and Restated Articles of Incorporation for such Corporation pursuant to Chapter, 617, of Title 34 of the Statues of the State of Florida.

ARTICLE I
NAME

The name of the Corporation shall be Macedonia Human Services Cultural Training Center, Inc.,

ARTICLE II
DURATION

The term of the Corporation shall be perpetual.

ARTICLE III
REGISTERED OFFICE AND AGENT

The address of the Corporation's initial principal office is 411 E. Charlotte Avenue, Punta Gorda, Florida 33950. The Board Of Directors may from time to time move the principal office to any other address in Florida.

The registered agent of the Corporation is Booker T. Haynes Jr., whose address is 1420 Hinton, Port Charlotte, Florida 33952.

ARTICLE IV
PURPOSE

The purpose for which the corporation is organized is exclusively for educational, charitable and scientific, that are described in Section 501(c) (3) of the Internal Revenue Code of 1986, including but not limited to the organization, maintenance and supervision of an office.

(1) To address social problems and the needs of the State of Florida and particularly those of Charlotte County, Florida;

(2) To research the conditions that inhibit desirable neighborhoods, affordable housing, economic development and employment in deteriorating communities;

(3). To serve as a clearing house of information for persons seeking employment, economic development, educational opportunities and affordable housing;

(4). To assist low income persons in securing quality health care;

(5). To promote and develop affordable housing for low income seniors, homeless and handicapped persons;

(6). To erect and operate a quality care senior citizen facility in our community;

(7). To establish a quality and affordable day/after care program; and

(8). To establish an effective and responsive cognitive and affective academic/developmental program.

In furtherance, but not in limitation of the forgoing purposes, the corporation shall have the power and authority;

(1), To receive assistance, money (as grants or otherwise), real or personal property and any other form of contribution, gifts, bequest or devise from any person, firm or corporation to be utilized in the furtherance of the necessary, objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the Board of Directors as required by the by-laws.

(2). To distribute, in the manner, form and method, and by means determined by the Board of Directors of this corporation, any and all forms of contributions received by it in carrying out the programs of the corporation in furtherance of its stated purposes. Money and real or personal property contributed to the corporation in furtherance of those objects and purposes are and shall continue to be impressed with a trust for such purposes.

(3). To adopt and use a corporation seal containing the words Corporation Not For Profit if desired and deemed necessary, but, this shall not be compulsory unless required by law.

(4). Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purpose for which this Corporation is formed.

ARTICLE V
MEMBERS

The corporation shall not have members.

ARTICLE VI
LIMITATION

Section 1. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income tax under section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

Section 2. The Corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statement), any political campaign on behalf of any candidate for public office.

Section 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, or officers, 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 purpose set forth above.

ARTICLE VII
DISSOLUTION

The regulation of internal affairs of the Corporation, including the distribution of assets on dissolution, shall be provided for in the bylaws and shall include that:

(1). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 above.

(2). Upon dissolution of the Corporation or winding up of its affairs, the assets of the Corporation shall be applied and distributed as follows:

(a). All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore;

(b). Assets held by the Corporation upon condition requiring, return, transfer or conveyance, which condition occurs by reason of the dissolution or winding down, shall be returned, transferred or conveyed in accordance with such requirements; and

(c). All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more charitable, religious, educational or scientific organizations (i) which are described in Sections 501 (c) (3),and (ii) to which deductible contributions can be made under Sections 170 (c) (2), 2522 (a)(2), as the Board of Directors shall select.

All statutory references herein are to the Internal Revenue Code of 1986 (or the Corresponding provisions of any future United States Internal Revenue Law).

ARTICLE VIII
INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed in connection with any proceeding or any settlement of any proceeding (including any appeal thereof) to which a director may be a party or may become involved by reason of being or having been a director or officer at such expense incurred, except when the director or officer is adjudged guilty of, or liable for, willful misfeasance in the performance of duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled by law. Appropriate liability insurance shall be provided for every officer, director and agent of the Corporation in amounts determined from time to time by the Board.

ARTICLE IX
BOARD OF DIRECTORS

Section 1. Management. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than four (4). The Directors shall elect the officers of the Corporation in the manner prescribed by the Bylaws. The Bylaws may provide for ex-officio and Honorary Directors, and their rights and privileges.

Section 2. Vacancies. If a Director elected by the Board of Directors shall for any reason cease to be a Director, the remaining Directors may elect a successor to fill the vacancy for the balance of the term in the manner prescribed by the Bylaws.

The name and address of each Director of the Corporation is as follows:

Booker T. Haynes Jr.	1420 Hinton Port Charlotte, Florida 33952
Edris Williams	261 Sorrento Court Road, Punta Gorda, Florida 33950
Melody Washington	427 E. Henry Street Punta Gorda. Florida 33950
William Jones	318 E. Charlotte Avenue Punta Gorda, Florida 33950

ARTICLE X
OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. The name and address of each Officer of the Corporation is as follows:

Booker T. Haynes Jr.	1420 Hinton Port Charlotte, Florida 33952	President
William Jones	318 E. Charlotte Avenue Punta Gorda, Florida 33	Vice President
Melody Washington	427 E. Henry Street Punta Gorda. Florida 33950	Secretary
Edris Williams	261 Sorrento Court Punta Gorda, Florida 33950	Treasurer

ARTICLE X1
INCORPORATORS

The names and residenses of the subscribers to these Amended and Restated Articles are:

Booker T. Haynes Jr.	1420 Hinton Port Charlotte, Florida 33952
William Jones	318 E. Charlotte Avenue Punta Gorda, Florida 33

Melody Washington 427 E. Henry Street
Punta Gorda. Florida 33950

Edris Williams 261 Sorrento Court
Punta Gorda, Florida 33950

ARTICLE XII
BYLAWS

The Bylaws of the Corporation are made and adopted by the Board of Directors consistent with these Amended and Restated Articles of Incorporation. Such Bylaws may be altered, amended or repealed in the manner set forth in the Bylaws by the Board of Directors.

ARTICLE XIII
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to reservation. The Article of Incorporations shall be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provision for amendments are adopted by the Corporation pursuant by law.

ARTICLE XIV
FISCAL YEAR

The fiscal year of the Corporation shall begin September 1st and end August 31st of each calendar year.

ARTICLE XV
TERRITORY

The territory in which the operations of the Corporation is principally to be conducted is Charlotte County, Florida.

IN WITNESS WHEREOF, we, the undersigned do acknowledge these Articles of Incorporation and accordingly have hereunto set hands this 28 day of April, A.D. 2000..

Booker T. Haynes Jr. President

William Jones

Melody Washington

Edris Williams

STATE OF FLORIDA
COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared:

Booker T. Haynes Jr.
William Jones
Melody Washington
Edris Williams

to me well known to be the persons described in the forgoing Amended and Restated Articles of Incorporation and acknowledge before me that they subscribed to same.

NOTARY PUBLIC - STATE OF FLORIDA
CARL F. BROOKS
COMMISSION # CC586194
EXPIRES 10-12-2000
BONDED THRU
AMERICAN SURETY ASSOCIATES
1-888-NOTARY-1

Carl F Brooks
4/28/2000
NOTARY PUBLIC

These amended and restated articles contain amendments that were adopted on April 25, 2000 by all the members.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Macedonia Human Services Cultural Training Center, Inc.

FILED
00 MAY -1 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. The name and address of the registered agent and office is:

Booker T. Haynes Jr.
(Name)

1420 Hinton
(P.O. Box NOT acceptable)

Port Charlotte, Florida 33952
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE Booker T. Haynes Jr.

DATE 4/28/00

REGISTERED AGENT FILING FEE: $35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E013(6/92)