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Division of Corporations

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TAMPA BAY PARTNERSHIP FOR REGIONAL ECONOMIC
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TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Chapter 617, Florida Statutes, the Florida Not-For-Profit Corporation Act, the undersigned being of full age, for the purpose of forming a not-for-profit corporation without capital stock, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Amended and Restated Articles of Incorporation.

**ARTICLE I
NAME**

The name of this Corporation shall be changed from "Tampa Bay Partnership for Regional Economic Development, Inc." to "Tampa Bay Partnership, Inc."

**ARTICLE II
PRINCIPAL OFFICE**

The street address and mailing address of the principal office of this Corporation shall be 4300 West Cypress Street, Suite 700, Tampa, Florida 33607.

**ARTICLE III
TERM OF EXISTENCE**

The duration of this Corporation shall be perpetual until dissolved according to law.

**ARTICLE IV
CORPORATE PURPOSES**

The purpose for which the Corporation is organized is those of an economic development organization within the meaning of Section 501 (c)(6) of the Internal Revenue Code of 1986, as amended. The general nature of the activities of this Corporation is the promotion and improvement of the common interests of the commercial, business, industrial, and economic interests of the Tampa Bay region.

**ARTICLE V
REGISTERED AGENT**

The registered agent of this Corporation shall be Ronald A. Christaldi. The street address of the registered office of this Corporation shall be: 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

**ARTICLE VI
INCORPORATORS**

The name and address of the Incorporator, as stated in the original Articles of Incorporation which are on file with the State of Florida, is:

Jack Wilson
801 East Kennedy Boulevard
Tampa, Florida 33602

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ARTICLE VII
BOARD OF DIRECTORS a/k/a COUNCIL OF GOVERNORS

The method of election and removal of members of the Council of Governors shall be as set forth in the Bylaws of the Corporation.

ARTICLE VIII
VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws of the Corporation.

ARTICLE IX
INDEMNIFICATION

The Corporation shall provide such indemnification of its officers, Council of Governors members, directors (if any), and employees as provided in the Bylaws of the Corporation.

ARTICLE X
DISSOLUTION

Upon any dissolution of the Corporation, the members of the Council of Governors of the Corporation shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated under Sections 501(c)(6) or 501 (c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue law).

ARTICLE XI
AMENDMENT

These Articles may be adopted, altered, amended or repealed only by a majority vote of the Council of Governors members present at a regular or special meeting of the Council of Governors at which a quorum is present, or by all Council members signing a written statement manifesting their intention that these Articles be adopted, altered, amended or repealed; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to these Articles, shall be furnished in writing to each Council member, at least ten (10) days prior to the meeting at which such alteration shall be voted upon.

ARTICLE XII
LIMITATION ON ACTIVITIES

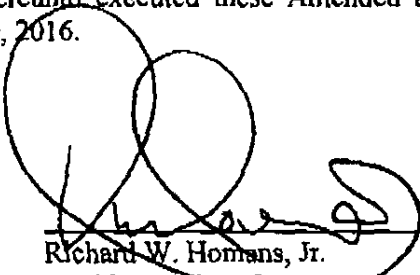
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members (if any), Council of Governors members, directors (if any), officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

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ARTICLE XIII
EFFECTIVE DATE

The Effective Date of these Amended and Restated Articles of Incorporation shall be October 1, 2016.

IN WITNESS WHEREOF, we have hereunto executed these Amended and Restated Articles of Incorporation on this 24th day of June, 2016.



Richard W. Homans, Jr.
President and CEO

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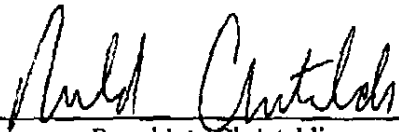
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Tampa Bay Partnership for Regional Economic Development, Inc.
2. The name and the Florida address of the registered agent are:

Ronald A. Christaldi
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Boulevard, Suite 2800
Tampa, Florida 33602

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.



Ronald A. Christaldi
Registered Agent