

N94000002552

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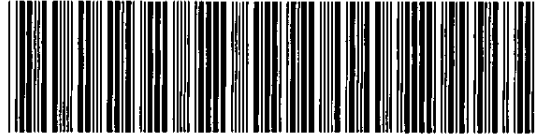
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Amend + Restated
Articles
S

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 NOV -3 AM 11:21

FILED

11-508

HEALTHY START COALITION OF MANATEE COUNTY, INC.



2424 Manatee Ave. West
Suite 210
Bradenton, FL 34205

Phone: (941) 714-7541

Fax: (941) 714-7544

Website: www.hsmanatee.com

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

October 2, 2008

Name of Corporation: Healthy Start Coalition of Manatee County, Inc.

Document Number: N94000002552

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

Please return all correspondence concerning this matter to the following:

Fred Leonard, Executive Director

Healthy Start Coalition Manatee County, Inc.

2424 Manatee Avenue West Suite 210

Bradenton, Florida 34205

For further information concerning this matter, please call:

Fred Leonard, Executive Director at (941) 714-7541 ext 310
(Name of Contact Person) (Daytime Telephone Number)

Enclosed is a check for the following amount \$52.50 Filing Fee
Certificate of Status
Certified Copy (Additional Copy is enclosed)

The date of adoption of the amendment(s) was: September 30, 2008

Effective date: October 1, 2008

Adoption of Amendment(s)

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

FILED

2008 NOV -3 AM 11:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED
AND
RESTATED
ARTICLES OF INCORPORATION
OF
HEALTHY START COALITION OF MANATEE COUNTY, INC.
A FLORIDA NONPROFIT CORPORATION

We, the undersigned, being the President and Secretary of HEALTHY START COALITION OF MANATEE, INC., a Florida Not for Profit corporation (the "Corporation"), hereby certify that on May 16, 2008, the members of the Corporation, in the manner permitted by the provisions of Section 617.1002, Florida Statutes, unanimously adopted a resolution approving the following Amended, Restated Articles of Incorporation, to be effective on October 1, 2008.

ARTICLE I - NAME

The name of the corporation shall be:

HEALTHY START COALITION OF MANATEE COUNTY, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

HEALTHY START COALITION OF MANATEE COUNTY, INC.
2424 Manatee Avenue West, Suite 210-212
Bradenton, Florida 34205

ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

This corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal code, within the limits set forth in the preceding sentence, these purposes include:

1. To assure that the existing economic, social, and geographic barriers to maternal and child health care, including prenatal and infant health care, in Manatee County are minimized, and that an adequate number of health care providers are available to assist pregnant women and their children.
2. To promote and protect the health and well-being of all pregnant women and their children in Manatee County through the provision and accessibility of health care programs to fully meet the health requirements of this population.
3. To establish a partnership between the private and public sector, state and local government, community alliances and maternal and child health care providers to provide coordinated community-based care for pregnant women and infants.
4. To develop a maternal and infant health care plan for Manatee County in accordance with organizational Bylaws.

The purpose for which the organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of IRC 501(c)(3) or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501(c)(3) or the corresponding provision of any future United States Internal Revenue Law. No substantial part of the activities of the corporation shall be 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 the statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV - MEMBERS

The qualifications for members, if any, and the manner of their admission, shall be as set forth in the Bylaws of the Corporation.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The method of elections of Directors shall be stated in the By-Laws of the Corporation.

ARTICLE VI - ORGANIZATION

This corporation is organized under a non-stock basis in compliance with Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

1. All assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinbefore set forth, including payment of expenses incidental thereto.
2. No earnings of the corporation will in any event inure to the personal benefit of any member, officer, or board member of the corporation or to any organization or individual, provided that reasonable compensation may be paid to any member, officer, or board member of the corporation in exchange for services actually rendered to or for the benefit of the corporation in furtherance of one or more of its purposes stated herein.
3. The corporation shall have no capital stock, pay no dividends, distribute no part of the income to its members, directors, or officers, and private property of the subscribers, members, directors, and officers shall not be liable for the debts of the corporation.

ARTICLE VII - DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION

In the event of dissolution, all assets remaining after payment of all costs and expenses of such dissolution shall be disbursed to such scientific, educational, and charitable organizations ruled exempt by the Internal Revenue Service under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) having goals and objectives similar to those of this corporation as may be selected by the last Board of Directors, and none of the assets will be distributed to any members, officers, or director of this corporation..

ARTICLE VIII - REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the registered agent is:

LORRAINE VAN LEDE BROWN
2424 Manatee Avenue West, Suite 210-212
Bradenton, Florida 34205

IN WITNESS THEREOF, the undersigned have executed these Amended, Restated Articles of Incorporation this 30 day of October, 2008.

Jacqueline M. Kelsey
Jacqueline M. Kelsey, President

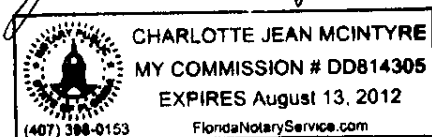
Donna Vellenga
Donna Vellenga, Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING instrument was acknowledged and sworn to before me this 30th day of October, 2008, by Jacqueline M. Kelsey, as President and Donna Vellenga, as Secretary of HEALTHY START COALITION OF MANATEE COUNTY, INC., who are ☒ personally known to me or ☒ have produced Driver's License as identification.

(SEAL)

Charlotte Jean McIntyre
Notary Public



ACKNOWLEDGEMENT BY REGISTERED AGENT

The undersigned hereby acknowledges that, as set forth in the foregoing Amended, Restated Articles of Incorporation, she is presently serving as Registered Agent of HEALTHY START COALITION OF MANATEE COUNTY, INC. Pursuant to Section 617.0501(3), Florida Statutes. I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 30 day of Oct., 2008.

Lorraine Van Lede Brown
Lorraine Van Lede Brown, Registered Agent