

N95000004104

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(City/State/Zip/Phone #)

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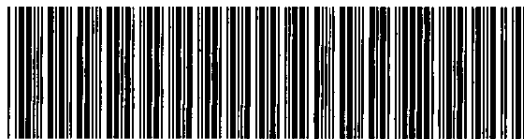
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08 JAN 11 AM 10:07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amend
@ 1/14/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: House of Hope of Alachua County Inc

DOCUMENT NUMBER: N 95000004104

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

Please return all correspondence concerning this matter to the following:

Thomas Johnson
(Name of Contact Person)

House of Hope
(Firm/ Company)

29 SE 21st St
(Address)

Gainesville FL 32641
(City/ State and Zip Code)

For further information concerning this matter, please call:

Thomas Johnson at (352) 376-3964
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 17, 2007

THOMAS JOHNSON
HOUSE OF HOPE OF ALACHUA COUNTY, INC.
29 SE 21ST ST.
GAINESVILLE, FL 32641

SUBJECT: HOUSE OF HOPE OF ALACHUA COUNTY, INC.
Ref. Number: N95000004104

We have received your document for HOUSE OF HOPE OF ALACHUA COUNTY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document is illegible and not acceptable for imaging.

Two-sided documents can not be imaged.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 107A00070313

RECEIVED
2008 JAN 11 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

House of Hope of Alachua County Inc
(Name of corporation as currently filed with the Florida Dept. of State)

N 95000004104

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article II - Registered Office & Agent Section 2 (registered agent address)
Article III - Corporate Purpose Section 1 b
Article VII Board of Directors Section 3 (updated officers)
Article VIII Officers Section 3 (updated officers)
Article X Amendment to Articles Section 3 (updated date)

08 JAN 11 AM 10:07

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

AMENDED ARTICLES OF INCORPORATION
OF
HOUSE OF HOPE OF ALACHUA COUNTY, INC.
(A Florida Not for Profit Corporation)

ARTICLE I - CORPORATE NAME:

Section 1. The name of this Corporation is the *House of Hope of Alachua County, Inc.*, an existing Florida Corporation Not For Profit.

ARTICLE II - REGISTERED OFFICE & AGENT:

Section 1. The address of the principal office of the Corporation in the State of Florida shall be 2005 E. University Avenue, Gainesville, Florida, 32641. The mailing address of the Corporation shall be P.O. Box 12113, Gainesville, Florida, 32604. The Board of Directors may from time to time move the principal office or mailing address to any other address in the State of Florida.

Section 2. The registered agent for the Corporation shall be:

Thomas Johnson
Executive Director
House of Hope of Alachua County, Inc.
2005 E. University Avenue
Gainesville, Florida 32641

ARTICLE III - CORPORATE PURPOSE:

Section 1: The specific and primary purpose(s) for which this Not For Profit Corporation is formed are:

- (a) To purchase, and/or rent and maintain home(s) for Christians, both male and female, who have been recently released from incarceration;

- (b) To develop and implement Christ-centered support programs and networks for the guests of the home(s) maintained, including the establishing of churches and/or missions;
- (c) To construct, maintain, and operate buildings, and other appropriate facilities; to establish and maintain suitable grounds for the operation of the Corporation; and, to perform all other acts necessary or convenient for fully accomplishing the purposes and goals of the Corporation;
- (c) To receive voluntary contributions, gifts, grants of money and property of every kind, or other forms of gifts, and to administer the same for the charitable purposes and goals of the Corporation;
- (d) To make distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law);

Section 2. 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 to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein set forth. 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 any candidate for public office.

Notwithstanding any other provision 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 Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (ii) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law.)

Section 3. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the 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 operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

ARTICLE IV - GENERAL POWERS:

Section 1. The general powers that the Corporation shall have are:

- (a) To hold funds solely and exclusively for the purposes as set forth in these Articles of Incorporation;
- (b) To delegate power or powers where such is deemed in the interest of the Corporation;
- (c) To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objectives and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida;
- (d) To pay taxes and other charges, if any, on or against property owned or accepted by the Corporation;
- (e) To borrow money and, from time to time, to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the Corporation and to secure the payment of such obligation by mortgage, pledge or other instrument of trust; or by lien upon, assignment of or

agreement in regard to all or any part of the property rights or privileges of the Corporation wherever situated; and

- (f) In general, to have all powers conferred upon a corporation not for profit by the laws of Florida, except as prohibited herein.

ARTICLE V - MEMBERSHIP:

Section 1. Classes of membership of this corporation shall be set out in the Bylaws.

ARTICLE VI - EXISTENCE:

Section 1. The Corporation shall have perpetual existence.

ARTICLE VII - BOARD OF DIRECTORS:

Section 1. The affairs and property of this corporation shall be managed and governed by the Board of Directors.

Section 2. The number of Directors of this corporation shall be not less than four (4) and no more than forty (40).

Section 3. The following persons constitute the Board of Directors as of December 6, 2007:

Tom Bakos, 2625 S.W. 75th Rd., Apt. 106, Gainesville FL 32607;

Fred Cantrell, P.O. Box 14282, Gainesville, FL 32604;

Sharon Chenault, 6105 N.W. 111th Place, Alachua, FL 32615;

Bob Edmunds, 5417 N.W. 67 Street, Gainesville, FL 32653;

Thomas Johnson (Ex Officio), 9204 S.W. 89 Place, Gainesville, FL 32608;

Taralyn Monsanto, 4649 S.E. 6th Avenue, Gainesville, FL 32641;

Keith Perry, P.O. Box 15598, Gainesville, FL 32604;

Genie White, 5212 N.W. 56th Court, Gainesville, FL 32653; and
Gary Wyder, 2702 N.W. 52nd Ave., Gainesville, FL 32605.

ARTICLE VIII - OFFICERS:

Section 1. All officers shall be elected by the Board of Directors in accordance with the Bylaws at the regular annual meeting the Corporation.

Section 2. The board of directors shall elect from among the Board of Directors a President, Vice-President, Secretary and Treasurer.

Section 3. The names of the officers of the Corporation as of December 6, 2007 are:
Keith Perry, President;
Tom Bakos, Vice President;
Gary Wyder, Secretary; and
Fred Cantrell, Treasurer.

ARTICLE IX - BYLAWS:

Section 1. The Board of Directors shall adopt Bylaws consistent with these Articles.

Section 2. The Board of Directors, by a majority vote of a quorum of the Board of Directors, shall also have the power to make, alter or rescind any Bylaws on behalf of the Corporation.

ARTICLE X - AMENDMENT TO ARTICLES OF INCORPORATION:

Section 1. Pursuant to the original Articles of Incorporation, these Articles may be altered, amended or repealed by resolution of the Board of Directors.

Section 2. Members are not entitled to vote on the alteration, amendment, or repeal of the articles of incorporation, unless they also serve as a Director of the Corporation. In such situations, any entitlement to vote shall be based on the individual's role as a Director and not as a member of the Corporation.

Section 3. The Board of Directors of the House of Hope of Alachua County adopted these Amended Articles by resolution approved by a majority vote of the quorum present in accordance with its Bylaws on December 6, 2007..

ARTICLE XI - INDEMNIFICATION OF OFFICERS AND DIRECTORS:

Section 1. The Corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

- (a) Whether civil, criminal, administrative or investigative, other than one by or in the right of the Corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director or officer of the Corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the

reasonable belief that such action was in the best interests of the Corporation or that he had reasonable grounds for belief that such, action was unlawful.

- (b) By or in the right of the Corporation or procure a judgment in its favor by reason of his being or having been a director or officer of the Corporation, or by reason of his being or having been a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against the reasonable expense, including attorney fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Corporation. Such persons shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the court, administrative agency, or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

Section 2. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum of directors who were not parties to such action, suit or proceeding.

Section 3. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

ARTICLE XII B CONFLICTS OF INTEREST:

Section 1. No contract or transaction between the Corporation and one or more of its Directors or Officers, or between the Corporation and any other corporation, partnership, association or other organization in which one or more of its Directors or Officers have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Director or Officer is present at or participates in the meeting of the Board of Directors or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No Director or Officer of the Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Section 2. Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

Section 3. No compensation will be paid to the Directors for their services, unless the compensation is for extraordinary efforts and receives prior approval by the Board of Directors.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of *Fla. Stat.* § 607.0501 or 617.0501, 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: ***HOUSE OF HOPE OF ALACHUA COUNTY, INC.***
2. The name and address of the registered agent and office is:

Thomas Johnson
Executive Director
House of Hope of Alachua County, Inc.
2005 E. University Avenue
Gainesville, Florida 32641

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 of the Registered Agent:


Thomas Johnson

Date: Dec 6th, 2007

RESOLUTION TO AMEND THE ARTICLES OF INCORPORATION

FOR THE

HOUSE OF HOPE OF ALACHUA COUNTY, INC.

WHEREAS, at the November 2007 Board of Directors meeting, the Board of Directors voted to amend its amended articles of incorporation, dated May 2, 2002, and amended bylaws, dated May 2, 2002;

WHEREAS, the Board of Directors directed S. David Cox, Esq. to make such changes;

WHEREAS, draft copies of said changes were delivered to the board members at the December 2002 board meeting;

WHEREAS, Article XII of the current articles of incorporation allows for alteration, amendment, or repeal of the articles of incorporation of the by ***House of Hope of Alachua County, Inc.*** by resolution of the Board of Directors;

BE IT RESOLVED, that on this 6th day of December, 2007,, the Board of Directors affirmatively voted to adopt, effective immediately, the amended articles of incorporation for the ***House of Hope of Alachua County, Inc.*** as attached.

W. Keith Perry
Signature of Chairman, Vice-Chairman,
President, or other Officer

W Keith Perry
Typed or Printed Name

President
Organizational Title

Dec 6, 07
Date

The date of adoption of the amendment(s) was: 12-6-07

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

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

Signature W. Keith Perry
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Keith Perry
(Typed or printed name of person signing)

Pres. dent
(Title of person signing)

FILING FEE: \$35