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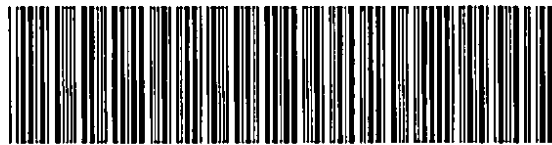
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Restated Articles

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: South Walton Community Council, Inc.

DOCUMENT NUMBER: Restatement of Articles of Incorporation

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

Please return all correspondence concerning this matter to the following:

Shawne Shiflett

(Name of Contact Person)

South Walton Community Council

(Firm/ Company)

P.O. Box 1661

(Address)

Santa Rosa Beach, FL 32459

(City/ State and Zip Code)

info@southwaltoncommunitycc.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shawne Shiflett

850

687-8825

at

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |  |   |   |
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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

# RESTATEMENT OF ARTICLES OF INCORPORATION

of

## SOUTH WALTON COMMUNITY COUNCIL, INC.

A Florida Not-for-Profit Corporation

May 2018

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### ARTICLE I

#### Name

The name of this nonprofit corporation is "South Walton Community Council, Inc.," herein referred to as "SWCC."

### ARTICLE II

#### Purpose

#### A. General

The general purposes of the corporation shall include, but are not limited to, the following:

- To provide citizen education and help develop neighborhood organizations dedicated to participatory democracy.
- To develop citizen leadership.
- To promote civic involvement by individuals and neighborhood organizations.
- To preserve a high quality of life in Walton County, Florida.
- To secure reasonable implementation of laws relating to land-use planning, environmental preservation and growth management in Walton County, Florida.
- To encourage integrity and accountability in the governmental process.
- To provide and support community activities that showcase the extraordinary natural assets of Walton County and promote citizens' awareness of and involvement in solving environmental issues.
- To provide community education and foster active citizen involvement as well as advocacy in growth-management issues.
- To participate in the development, application, and enforcement of growth-management rules, policies and plans at all levels of government within Walton County.
- To do all other acts and things and carry on and conduct all other activities necessary, suitable, convenient, useful and expedient in connection with or incidental to the accomplishment of any of the purposes set forth herein to the

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fullest extent permitted by the laws of the State of Florida and Walton County.

**B. Restrictions**

SWCC is subject to the restrictions and limitations hereinafter set forth:

1. The SWCC is organized and operated exclusively for educational and charitable purposes, as per section 501(c)(3) regulations, federal Internal Revenue Code.
2. SWCC shall use and apply the whole or any part of the income therefrom and the principal thereof, whether acquired by grant, contributions or otherwise, exclusively for authorized purposes. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director, officer, or member of the corporation, or any other private individual, except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes; and no director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
3. The corporation shall not engage, other than as an insubstantial part of its total activities, in activities that are not in furtherance of one or more of the exempted purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.
4. No substantial part of the activities of the corporation shall include the production or distribution of propaganda; and the corporation shall not participate in, intervene in, or contribute funds to any political campaign on behalf of, or against, any candidate for public office.

**ARTICLE III**

**Principal Office and Address**

The address of the principal office of the corporation is 228 Market St, Santa Rosa Beach, FL 32459; and the mailing address is P.O. Box 1661, Santa Rosa Beach, Florida 32459.

**ARTICLE IV**

**Duration and Commencement**

The term of existence of the corporation is perpetual; and the corporate existence commenced on June 11, 1996, upon the duly filed original Articles of Incorporation with the Florida Department of State. Said articles were amended in February 2000 and May 2018.

## **ARTICLE V**

### **Membership**

SWCC is a membership organization. It shall have one (1) class of members. Members and membership rights, responsibilities, qualifications, dues, removal, and all other pertinent matters are set forth in the Bylaws.

## **ARTICLE VI**

### **Directors**

The number of directors shall be not less than three at any time, and the number may be increased or decreased as specified and in the manner prescribed in the Bylaws. The directors shall be elected in the manner set forth in the Bylaws. The procedure for removal of directors is set forth in the Bylaws (as per charitable organizations, Section 496.404, F.S., and Section 617.0808, F.S.). The duties, rights and responsibilities, and all other matters regarding directors are set forth in the Bylaws in accordance with Chapter 617, F.S., and section 501(c)(3) of the federal Internal Revenue Code.

## **ARTICLE VIII**

### **Officers**

The Board of Directors of the corporation shall elect a president, a vice president, a secretary and a treasurer, and as many other officers as the Board of Directors shall deem necessary from time to time.

## **ARTICLE IX**

### **Bylaws**

The Bylaws of the corporation shall be adopted by the Board of Directors, and may be altered, amended, or rescinded by the Board in the manner provided for in the Bylaws.

## **ARTICLE X**

### **Amendment of Articles of Incorporation**

The Articles of Incorporation may be amended or restated by a majority vote of the Board of Directors at any duly noticed meeting at which a quorum is present.

## **ARTICLE XI**

## **Dissolution**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all remaining assets of the corporation to one or more exempt organizations as described in Section 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future law, as the Board of Directors shall determine.

## **ARTICLE XII**

### **Original Articles and Incorporators**

The original Articles of Incorporation of South Walton Community Council, Inc., were filed in June 1996, including the names and signatures of the Incorporators. They were incorporated by reference into the Restated Articles of February 2000. Upon filing and approval by the Florida Department of State, the original articles and the restated articles of 2000 are hereby superseded, and the Restated Articles of 2018 become the SWCC's Articles of Incorporation (Section 617.1007, F.S.).

### **CERTIFICATION: ADOPTION OF RESTATED ARTICLES**

As per Section 617.1007(3), F. S., these Restated Articles of Incorporation of South Walton Community Council, Inc., were duly adopted by the Board of Directors on the 9<sup>th</sup> day of May 2018, and no members were entitled to vote on this matter.

Dated: 8/13/18

  
Signature

Alan Ficarra  
Printed Name  
President