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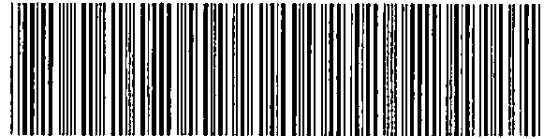
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Amended &
Restated Articles

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2024 SEP 25 AM 11:17
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JANUARY 1, 2025

A. RAMSEY
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JANUARY 1, 2025

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

THE PARTNERSHIP INC

Please Debit FCA000000003 For: 43.75

Thank you Seth Neeley



Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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2024 SEP 25 AM 11:17

AMENDED AND RESTATEMENT OF ARTICLES OF INCORPORATION OF THE PARTNERSHIP, INC.

Pursuant to the provisions of " 617.1001, 617.1002 and 617.1006, Florida Statutes the Articles of Incorporation of The Partnership, Inc. are hereby amended and restated as follows as of the 21st day of June, 2024:

ARTICLE ONE

The name of this Corporation is THE PARTNERSHIP, INC. (the "Corporation"). It is organized and incorporated under the Florida Not For Profit Act (chapter 617, Florida Statutes), as a charitable organization the net earnings of which are devoted exclusively to the charitable purposes described in Article Three, below.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The Corporation is organized, and will be operated, exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended and may transact any and all lawful business for which non-profit corporations authorized to engage in charitable, educational, religious, scientific, literary or fraternal purposes may be formed or incorporated under the Florida Not for Profit Act. The corporation shall also be authorized to engage in such other business activities as identified in its Bylaws and as may be necessary or permissible for its operation.

ARTICLE FOUR

§4.01 The corporation shall be organized on a non-stock basis

pursuant to chapter 617, Fla. Stat. The corporation shall not have members. The powers of this Corporation shall be exercised, its properties controlled and its affairs managed, by a Board of Directors consisting of not less than three (3) persons. From and after the time of filing of these Amended and Restated Articles of Incorporation, the Corporation's Bylaws may provide for such increase or change, from time to time, in number of directors; provided, however, that in the event that the Board of Directors shall at any time thereafter decide to increase or change the total number of directors, the number of directors shall always be multiples of three (3). The manner of appointment or election of the Corporation's Board of Directors, their qualification for membership on the Board of Directors or serving as an officer of the Corporation shall be regulated by the bylaws of this Corporation.

§4.02 Any action required or permitted to be taken by the members of a nonprofit corporation under any provision of law shall be taken by the Corporation's Board of Directors and may be taken with or without a meeting or notice thereof if all persons then serving on the Board of Directors individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors of the Corporation at which such written consent is taken, and any such written action shall have the same force and effect as if taken upon a vote of the Board of Directors at a regular or special in person meeting thereof. Any certificate or other document filed under any provision of law which relates to action taken as provided in this paragraph shall state that the action was taken by unanimous written consent of the Board of Directors of the Corporation without a meeting and that these Amended and Restated Articles of Incorporation and the bylaws of the Corporation authorize the members to so act. Such a statement shall be prima facia evidence of such authority.

ARTICLE FIVE

The street address of the principal place of business and mailing address is 2001 W. Blue Heron Blvd., Suite 201, Riviera Beach, Florida 33404. The Board of Directors may at any time or from time to time change the Corporation's principal place of business and mailing address

ARTICLE SIX

The name, mailing address and street address of the Registered Agent for this corporation to accept service of process within the State of Florida is Hugh Jacobs, 2001 W. Blue Heron Blvd., Suite 201, Riviera Beach, Florida 33404.

ARTICLE SEVEN

§7.01. The names and addresses of the members of the Board of Directors at the time of filing of these Amended and Restated Articles of Incorporation are as follows:

John Corbett, 2001 W. Blue Heron Blvd, Suite 201, Riviera Beach, Florida 33404

Richard Geach, 2001 W. Blue Heron Blvd, Suite 201, Riviera Beach, Florida 33404

Michael LaPorta, 2001 W. Blue Heron Blvd, Suite 201, Riviera Beach, Florida 33404

§ 7.02 The Board of Directors shall elect officers of the Corporation to hold the offices specified in the bylaws, which officers shall have the powers and duties set forth in the bylaws. The officers shall be elected at the annual meeting of directors and shall serve until their successors in office are elected and qualify.

ARTICLE EIGHT

§8.01 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation to officers and employees for services rendered to or in behalf of the Corporation.

§8.02 Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization described in either §501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or §501 (c)(10) of the Code and exempt from federal income taxation under §501(a) of the Code (such an organization hereinafter referred to as an "Exempt Organization").

§8.03 The property of this Corporation, whether tangible or intangible, real or personal, is hereby dedicated exclusively to charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any other private individual.

§8.04 Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing or donating the same to any other organization organized and operated exclusively for charitable, educational, religious, scientific, literary or fraternal purposes as shall qualify as an Exempt Organization, as the Board of Directors may determine in its discretion. Any assets of the Corporation not so disposed of shall be disposed of by any court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such

organization or organizations organized and operated exclusively for such purposes as such court shall determine.

§8.05 Indemnification. Each individual or entity who is or was an Officer or who is or was a Member of the Corporation's Board of Directors (and the heirs, executor, personal representatives, administrators, successors or assigns of any such individual) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a an Officer or a Member of the Corporation's Board of Directors ("Indemnatee"), shall be indemnified and held harmless by the Corporation to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Corporation the expenses, including attorney fees and costs, reasonably incurred by the Indemnatee in defending any such proceeding against such Indemnatee, whether by reason of the Indemnatee's former or present capacity as an Officer or as a Member of the Corporation's Board of Directors, in advance of its final disposition to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this **§8.05** shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Corporation's Articles of Incorporation or Bylaws, agreement, vote of Members or otherwise. Any repeal or amendment of this **§8.05** by the Members of the Corporation shall not adversely affect any right or protection of an Officer or a Member of the Corporation's Board of Directors existing at the time of such repeal or amendment.

ARTICLE NINE

§9.01 These Articles of Incorporation may be altered, rescinded, added to or amended, and new Articles of Incorporation may be

adopted by resolution of the directors proposed and adopted at a duly called meeting thereof or as otherwise provided by Article IV above.

§9.02 The bylaws of the Corporation may be altered, rescinded, added to or amended, and new bylaws may be adopted, by following the procedures therefor specified in the bylaws of the Corporation.

ARTICLE TEN

The effective date of the adoption of these Amended and Restated Articles of Incorporation is June 21, 2024 and the number of votes cast for the amendment was sufficient for approval in accordance with the Corporation's Articles of Incorporation in existence immediately prior to such adoption.

IN WITNESS WHEREOF, the undersigned, being the duly elected and serving executive vice president of the Corporation, has hereunto set his hand in certification that these Amended and Restated Articles of Incorporation were adopted and approved by unanimous written consent of all members of the Corporation's Board of Directors on the 21st day of June, 2024.

Hugh Jacobs
Hugh Jacobs, Executive Vice President
2001 W Blue Heron Blvd. Suite 201
Riviera Beach, FL 33404