

Division of Corporations

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N9800000 4467

## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## To:

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## From:

Account Name : NOEL EVANS & ASSOCIATES, P.A.  
Account Number : I19990000213  
Phone : (813) 221-1996  
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## BASIC AMENDMENT

HELPING HANDS, HELPING HEARTS, INC.

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Amended &amp; Restated

Articles

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 22, 1999

HELPING HANDS, HELPING HEARTS, INC.  
9305 WELLINGTON PARK CIR.  
TAMPA, FL 33647

SUBJECT: HELPING HANDS, HELPING HEARTS, INC.  
REF: N98000004467

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H99000023661  
Letter Number: 599A00046411

RESTATEMENT OF AND AMENDMENT TO ARTICLES OF INCORPORATION  
OF HELPING HANDS, HELPING HEARTS, INC.

The corporation, by and through its undersigned officers hereby restates and amends its Articles of Incorporation as follows:

ARTICLE I. NAME

The name of the corporation shall be: Helping Hands, Helping Hearts, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 9305 Wellington Park Circle, Tampa, Florida, 33647.

ARTICLE III. PURPOSE

This corporation is organized and operated exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV. DIRECTORS

This corporation shall have three directors. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than three. The names and addresses of the current directors are:

Laura Thornberry  
9305 Wellington Park Circle  
Tampa, Florida 33647

J. Bruce Thornberry  
9305 Wellington Park Circle  
Tampa, Florida 33647

Charles Lambert  
6496 81st Ave. North  
Pinellas Park, Florida 34665

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ARTICLE V. REGISTERED AGENT AND OFFICE

The initial registered agent shall be:

Laura Thornberry  
9305 Wellington Park Circle  
Tampa, Florida 33647.

ARTICLE VI. INCORPORATOR

The name and address of the person who signed the initial Articles of Incorporation is

J. Bruce Thornberry  
9305 Wellington Park Circle  
Tampa, Florida 33647.

ARTICLE VII. ACTIVITIES AND EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation, to make reimbursements for expenses incurred in conducting its affairs and carrying out its purposes, and to make payments and disbursements in furtherance of the purposes set forth herein.

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 except as authorized under the Code of 1986 or the corresponding section of any future federal tax code.

The Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code of 1986, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

In order to carry out only those general purposes heretofore set out, subject to the restrictions of ARTICLE III as amended herein, the Corporation shall have the following powers:

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- (a) To take and hold, by bequest, devise, gift, purchase or lease, any real, personal, or mixed property, without limitation as to amount or value, except such limitations, if any, as may be imposed by law.
- (b) To sell, to convey, and to dispose of any such property and to invest and to reinvest the principal thereof, and to deal with and to expend the income therefrom for any of the aforementioned purposes, without limitation, except as may be imposed by law.
- (c) To receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations or other securities of any corporation or corporations, domestic or foreign, but only for some or all foregoing purposes.
- (d) To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this corporation is formed.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in activities which in themselves are not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

#### ARTICLE VIII. SHAREHOLDERS

The Corporation shall have no members or shareholders.

#### ARTICLE IX. POWERS

The Corporation shall have all of the powers granted to nonprofit corporations by the laws of the State of Florida, as amended from time to time and expressly limited by the purposes contained in ARTICLE III, as amended herein.

#### ARTICLE X. DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located,

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exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XI. INDEMNIFICATION

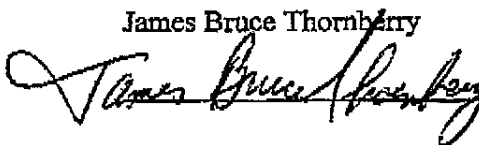
Every current or former corporate agent of the Corporation, as defined in Florida's Non Profit Corporation Act, shall be entitled to indemnification to the full extent provided in the Act, as in effect, from time to time. The Corporation may purchase insurance for indemnification.

The foregoing restatement and amendment of the Articles of Incorporation of HELPING HANDS, HELPING HEARTS, INC. shall be effective upon filing of this duly executed document and payment of the appropriate filing fee with the Secretary of State, State of Florida.

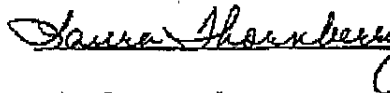
IN WITNESS WHEREOF, we, the officers of the above-named Corporation, have signed this restatement and amendment to Articles of Incorporation for HELPING HANDS, HELPING HEARTS, INC. on this, the 20<sup>th</sup> day of September, 1999.

#### OFFICERS/DIRECTORS:

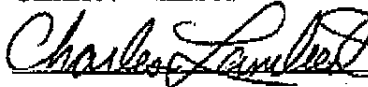
James Bruce Thornberry

 as its President/Director

Laura Thornberry

 as its Secretary/ Treasurer/ Director

Charles Lambert

 as its Vice President/ Director

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**CERTIFICATE OF RESTATEMENT**

PURSUANT TO THE PROVISIONS OF F.S. 617.1007, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING CERTIFICATE OF RESTATEMENT.

1. The restatement of the Articles of Incorporation of **HELPING HANDS, HELPING HEARTS, INC.** does not contain amendments which require member approval.
2. The restatement of the Articles of Incorporation of **HELPING HANDS, HELPING HEARTS, INC.** contains duly adopted restated and amended Articles of Incorporation, authorized in accordance with F.S. 617.1002(b) by the Board of the Directors of the corporation on September 20, 1999. The restatement and amendments therein shall supersede the original Articles of Incorporation, filed July 30, 1998, and all amendments thereto.

Laura Thornberry



Secretary

**HELPING HANDS, HELPING HEARTS, INC.**

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