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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN - 8 2013
T. ROBERTS

Law Offices of
BRUCE WEIHE, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301

Ph.: 954/607-6723
bweihe@bawlawyer.com

January 3, 2013

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

Attn: Tina Roberts

SUBJECT: PERC, Inc.

DOCUMENT NUMBER: N98000005632

Dear Ms. Roberts:

Consistent with our discussion of earlier today, enclosed please find my firm's check for \$43.75. payable to the Florida Department of State, which completes the payments required for processing and approving the Articles of Amendment and the Restatement of Articles of Incorporation for PERC, Inc.

As we discussed, \$35.00 is for the fee to file the Restatement of Articles of Incorporation of PERC, Inc., formerly known as P.E.R.C., Inc., and the remaining \$8.75 fee is for a certified copy of the Restatement of Articles of Incorporation of PERC, Inc. to be returned to my attention. As you know, by earlier correspondence dated December 21, 2012, I submitted the Articles of Amendment with a check for \$43.75 for filing the Articles of Amendment and requesting a certified copy of the Articles of Amendment.

For ease of reference, I am enclosing additional copies of the Articles of Amendment and the Restated Articles of Incorporation of PERC, Inc., the originals of which were enclosed with my letter of December 21, 2012.

Finally, as we also discussed, there are no members of PERC, Inc. entitled to vote on the amendments, and consequently the amendments were adopted by the PERC, Inc., Directors.

Enclosed with this letter is an addressed, pre-stamped envelope directed to my attention, and I request that the certified copies be returned to me in the envelope, directed to:

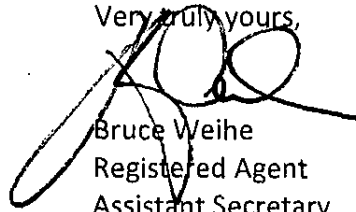
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BRUCE WEIHE, Esq.
Law Offices of Bruce Weihe, P.A.
333 North New River Drive E., Suite 1500
Fort Lauderdale, FL 33301

For further information concerning this matter, please do not hesitate to contact me directly at 954/607-6723. Your courtesies in this matter are greatly and sincerely appreciated.

Very truly yours,



Bruce Weihe
Registered Agent
Assistant Secretary
PERC, Inc.

Encls.

**RESTATEMENT OF ARTICLES OF INCORPORATION OF
PERC, Inc.
(A Corporation Not For Profit)**

The undersigned hereby submit the following Restatement of Articles of Incorporation of PERC, Inc., formerly known as P.E.R.C. INC., as amended, for the operation and governance of a corporation not-for-profit in accordance with the laws of the State of Florida. The original Articles of Incorporation of PERC, Inc., then under the name of P.E.R.C. INC., were filed with the Secretary of State for the State of Florida on September 30, 1998.

I
NAME

The name of the corporation shall be PERC, Inc., (the "Corporation").

II
ADDRESS

The address of the principal office of the Corporation and the mailing address of the Corporation shall be 153 W. Shore Rd., Grand Isle, Vermont, USA and the Corporation may maintain offices and transact business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation. The registered office of the Corporation shall be 333 North New River Drive E., Suite 1500, Fort Lauderdale, FL 33301; the Board of Directors may from time to time relocate the registered office of the Corporation.

III
PURPOSE

The Corporation is organized and will be operated for charitable and educational purposes as specified under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including:

1. to financially assist any organization on Elbow or Man O' War Cay or elsewhere in any part of the Bahamas, which is organized and operated for charitable or educational purposes within the meaning of Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code of the United States, or the corresponding section of any future federal tax code; and
2. to engage in any and all lawful activities necessary for, or incidental to, the foregoing purposes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. 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

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participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, 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, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

If the Corporation is determined by the Internal Revenue Service to be a private foundation, then the following additional provisions will apply:

1. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code.
2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code.
3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Code.
4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Code.
5. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Code.

IV DIRECTORS

The governing body of this Corporation shall be the Board of Directors. The Board of Directors of PERC, Inc. shall be elected or appointed in accordance with the Bylaws of the Corporation.

V REGISTERED AGENT

The registered office of PERC, Inc. shall be located at 333 North New River Drive E., Suite 1500, Fort Lauderdale, Florida 33301. The name and address of the registered agent of PERC, Inc. is Bruce A. Weihe, Esq., 333 North New River Drive E., Suite 1500, Fort Lauderdale, Florida 33301.

VI DIRECTORS

The names and addresses of the individuals who shall serve as the directors of PERC, Inc. are as follows:

<u>Name</u>	<u>Address</u>
John Gearen	721 Ontario Street Oak Park, IL 60302
Ruth Harkin	1900 Ancilla Court Alexandria, VA 22307
Douglas Hyde	153 West Shore Road Grand Isle, VT 95458

VII
OFFICERS

The affairs of this Corporation shall be managed on a day-to-day basis by the officers in accordance with the Bylaws. The officers shall be appointed from time to time by the Board of Directors. Officers shall serve at the pleasure of the Board of Directors.

VIII
DISSOLUTION

In the event of dissolution of PERC, Inc., the residual assets of the Corporation will be distributed to one or more other qualified organizations provided they are at the time exempt organizations described in Sections 501(c)(3) and 170(c)(2) and 509 (a)(1) or 509(a)(2) of the Internal Revenue Code of 1986 or corresponding sections made in future codifications of the Internal Revenue Code.

IX
DURATION

The Corporation shall have perpetual existence.

X
BYLAWS

Bylaws shall be adopted by the Directors and may be altered, amended or rescinded by the Directors in the manner provided by the Bylaws.

XI
AMENDMENTS

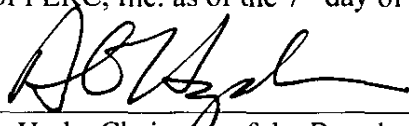
These Articles may be amended or repealed, in whole or in part, by a majority vote at any duly organized meeting of the Directors.

XII
UNRELATED BUSINESS ACTIVITY

Notwithstanding any other provision of these Articles of Incorporation, PERC, Inc., shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of Sections 501(c)(3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation.

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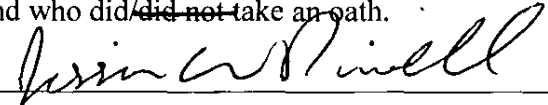
IN WITNESS WHEREOF this Restatement of the Articles of Incorporation of PERC, Inc. has been duly authorized to be approved, issued, and filed with the Secretary of State of the State of Florida by action of the Board of Directors of PERC, Inc. as of the 7th day of December, 2012.



Douglas Hyde, Chairman of the Board of Directors

STATE OF Vermont
COUNTY OF Chittenden

The foregoing instrument was acknowledged before me this 11th day of December, 2012 by Douglas Hyde, who is personally known to me ~~or who has produced~~ as identification and who ~~did not~~ take an oath.



Notary

expires 2/10/15

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in Section V of these Articles, I hereby accept said appointment and agree to act in this capacity and I agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office.

By: _____

Bruce A. Weihe

Dated: _____

December 14, 2012

Finally, as we also discussed, there are no members of PERC, Inc. entitled to vote on the amendments, and consequently the amendments were adopted by the PERC, Inc., Board of Directors. Date of adoption Dec 7, 2012