

N99000001104

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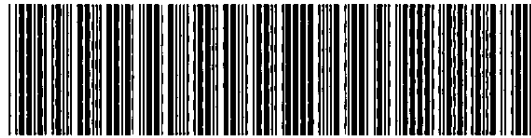
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09 JUL -7 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend & Rest.*

C.COULLIETTE

JUL 10 2009

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** The Foster Care Council of SW Florida, Inc.

**DOCUMENT NUMBER:** N99000001104

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

Please return all correspondence concerning this matter to the following:

Jennifer Weidenbruch

(Name of Contact Person)

The Foster Care Council of SW Florida, Inc.

(Firm/ Company)

5051 Castello Drive, Suite 21

(Address)

Naples, FL 34103

(City/ State and Zip Code)

fostercarecouncil@embarqmail.com

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

For further information concerning this matter, please call:

Jennifer Weidenbruch

(Name of Contact Person)

at ( 239 ) 262-1808

(Area Code & Daytime Telephone Number)

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

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$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

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
THE FOSTER CARE COUNCIL OF S.W. FLORIDA, INC.  
(A Corporation Not For Profit)**

The undersigned, as President of the Foster Care Council of S.W. Florida, Inc., a Florida corporation not for profit formed under the Florida Not For Profit Corporation Act, submits the following Amended and Restated Articles of Incorporation:

**ARTICLE I  
Name**

The name of this corporation (the "Corporation") is : THE FOSTER CARE COUNCIL OF S.W. FLORIDA, INC.

**ARTICLE II  
Address**

The principal office and mailing address of the Corporation is 5051 Castello Drive, Suite 21, Naples, Florida 34103.

**ARTICLE III  
Purposes**

Section 1. The corporation is organized exclusively for educational and charitable purposes with the meaning of Section 170(c)(2), and 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provision of any future federal tax code ("the Code"), including, for such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3).

Section 2. The purpose of this corporation shall be to meet the legitimate social, educational and developmental needs of children who are in the custody of the State of Florida (or are otherwise a part of the state's foster care system) and who reside in Collier, Charlotte, Glades, Hendry and Lee Counties.

Section 3. To carry out this purpose, the corporation will assist in developing, organizing, implementing and funding various programs that benefit children in the foster care system.

**ARTICLE IV  
Term of Existence**

This corporation is to exist perpetually.

**ARTICLE VI  
Registered Agent**

The name and address of the registered agent of the Corporation is:

**FILED**  
09 JUL - 7 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jennifer Weidenbruch  
5051 Castello Drive, Suite 21,  
Naples, Florida 34103

**ARTICLE V**  
**Board of Directors**

Section 1. The management and business affairs of the Corporation shall be managed by the Board of Directors.

Section 2. The manner in which the Members of the Board of Directors are to be elected or appointed shall be as stated in the Bylaws of the Corporation.

Section 3. No Director shall have any right, title or interest in or to any property or other assets of the Corporation.

Section 4. The Corporation shall have no members.

**ARTICLE VI**  
**No Private Inurements; Restrictions on Activities**

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 and to make payments and distributions in furtherance of the purposes set forth in these Articles. 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

**ARTICLE VII**  
**Distribution Upon 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 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 when located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. If qualified pursuant to this Article, a non-profit organization with a similar purpose, shall receive the distributions of the Corporation upon dissolution.

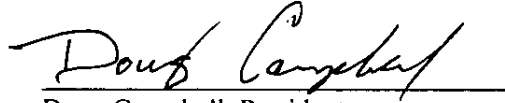
**ARTICLE VIII**  
**Amendment to Articles**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors or as otherwise provided by law.


**ARTICLE IX**  
**Approval and Adoption of Amended and Restate Articles of Incorporation**

These Amended and Restated Articles of Incorporation have been properly approved and adopted by the Corporation's Board of Directors. The Corporation has no members.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation has executed these Amended and Restated Articles of Incorporation as of this 25 day of June, 2009.

  
Doug Campbell, President

I, Jennifer Weidenbruch, having been designated to act as registered agent, acknowledge that I am familiar with, and accept the appointment as, registered agent and hereby agree to act in such capacity.

  
Jennifer Weidenbruch, Registered Agent

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