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*Amended &
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Articles*

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SEP 27 2021

A RAMSEY

**J. Edward Weber, Attorney
3221 Southfield Lane
Sarasota, Florida 34239
Tel 941-922-4828**

Florida Division of Corporations
Amendment Section
Box 6327
Tallahassee, Florida 32314

11 September 2021

Re: Hope Seeds, Inc.

Ladies and Gentlemen:


Enclosed for filing please find an executed copy of an Amendment and Restatement of the Articles of Incorporation for Hope Seeds, Inc., a Florida corporation for profit.

I would have preferred to have filed this electronically using a credit card, but it was not clear from the SunbBiz web site that this can be done.

Enclosed is my check for the \$35.00 filing fee plus one certified copy, post-filing @ \$8.75, for a total of \$43.75.

Please return the certified copy to the undersigned.

Yours truly,


J. Edward Weber
Florida Bar #158996

**AMENDED AND RESTATED ARTICLES OF INCORPORATION HOPE
SEEDS, INC.**

Hope Seeds, Inc., a Florida Corporation not for profit, hereby amends and restates its Articles of Incorporation in their entirety.

1. NAME

The name of the Corporation is Hope Seeds, Inc.

2. STREET ADDRESS OF PRINCIPAL OFFICE

The street address of the Corporation's principal office is 4625 26th Street West, Bradenton, Florida.

3. PURPOSE

The Corporation is organized and exists exclusively for charitable, religious and educational purposes, and, specifically as a Christian organization to share the gospel and the love of Christ and to reduce hunger by providing people with vegetable seed, education, skills and resources to enable sustainable food production. The Corporation will operate exclusively for a purpose and in a manner which allows it to qualify for and to maintain exempt status as a charitable, religious or educational organization under 501(c)(3) of the Internal Revenue Code of 1986, as amended. It will not earn moneys which will inure to the benefit of or be distributed to any individual although it may pay reasonable compensation for services rendered.

4. DURATION

The Corporation will have perpetual duration.

5. MEMBERS

The Corporation will not have members.

6. POWERS

The Corporation will have all of the powers of a Florida Corporation not for profit as set forth in Section 617.0302 Florida States, provided, however:

1. The Corporation will not generate a pecuniary profit. No part of its assets, receipts or net earnings will inure to the benefit of or be distributed to any individual
2. The Corporation will not intervene in any political campaign for or against any candidate for public office.
3. During its existence and in the event of liquidation or distribution, the Corporation can distribute its assets only to organizations qualified under Section 501(c)(3) of the Internal Revenue Code to receive the assets.
4. The Corporation cannot pay compensation to Directors or officers except for services actually rendered, although it may reimburse expenditures made for corporate business.
5. Because the Corporation will have no members, changes in the number of its Directors shall not be by vote of members as set forth in 617.0302.

6. ELECTION OF DIRECTORS

The Corporation's Directors will be chosen in the manner set forth in the Corporation's Bylaws.



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7. DISSOLUTION AND TERMINATION

Consistent with the limitation on its powers set forth in Article 6, if the Corporation is dissolved and terminated, its assets which are lawfully available for dissolution will be distributed only to organization(s) selected by the Directors which have a charitable and religious purpose generally similar to the purpose of this Corporation and which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code or a successor provision. If the Directors cannot agree upon the organization(s) to receive the assets, the Circuit Court of the county in which the Corporation's principal office is then located will determine the appropriate qualifying organization(s) for distribution.

8. REGISTERED AGENT AND REGISTERED OFFICE

The Corporation's registered agent is Gerrit Van Dyke, and its registered office is 4234 Caddie Drive East, Bradenton, Florida 34203.

9. DIRECTORS

The Corporation's Directors at the time of filing these Amended and Restated Articles of Incorporation and their addresses are:

Basik, Jeff	10098 Windy Pointe Ct.	Ft. Myers, FL 33913
Franke, Luella	19 Quail Trail	Uniontown, MO 63783
Mattox, Joseph E., EdD	13 Fort Clinch Heights	Frostproof, FL 33843
Pabst, Art, PhD	420 Encina Ave.	Davis, CA 95616-0204
Racke, Kenneth D., PhD	2711 Heathermoor Park Dr. S	Carmel, IN 46074
Shackelford, Dwight R.	4824 Waterbridge Down	Sarasota, FL 34235
Van Dyke, Gerrit R. PhD	4234 Caddie Dr. E	Bradenton, FL 34203
Wade, Mike, PhD	4608 Renee Ford Rd	Stanfield, NC 28163

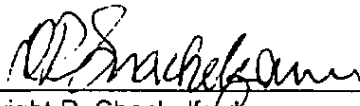
10. AMENDMENT

These Articles may be amended in their entirety at any time or in part from time to time by the vote of not less than two thirds of the Directors then in office.

11. EFFECTIVE DATE

These Amended and Restated Articles of Incorporation will become effective upon their filing by Division of Corporations of the Secretary of State of Florida.

These Amended and Restated Articles of Incorporation were approved by the Board of Directors of the Corporation at a meeting held on August 6, 2021, and signed by the registered agent of the Corporation, who acknowledges that he is aware of and accepts the duties of registered agent as set for in Section 607.0505 Florida Statutes.


Dwight R. Shackelford
Board President


Gerrit D. Van Dyke
Registered Agent