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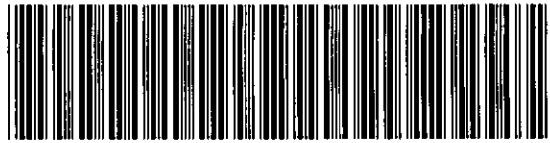
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Early Learning Coalition of the Big Bend Region, Inc.

DOCUMENT NUMBER: NO1000001415

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

Please return all correspondence concerning this matter to the following:

Tucker F. Mackie
(Name of Contact Person)

Hopping Green & Sams P.A.
(Firm/ Company)

119 South Monroe Street, Suite 300
(Address)

Tallahassee, FL 32301
(City/ State and Zip Code)

TuckerM@hgsllaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tucker Mackie at (850) 222-7500
(Name of Contact Person) (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
EARLY LEARNING COALITION OF THE BIG BEND REGION, INC.**

A Florida Not-For-Profit Corporation

The Articles of Incorporation of Early Learning Coalition of the Big Bend Region, Inc., are hereby amended and restated to read as follows:

ARTICLE I

Name of Corporation

The name of the corporation is the Early Learning Coalition of the Big Bend Region, Inc.

ARTICLE II

Principal Office

The principal office of the organization is located at Northwood Centre, 1940 North Monroe Street, Suite 70, Tallahassee, FL 32303.

ARTICLE III

Registered Agent and Registered Office

The name and address of registered agent of the corporation shall be Matthew Guse, Chief Executive Officer, Early Learning Coalition of the Big Bend Region, Inc., Northwood Centre, 1940 North Monroe Street, Suite 70, Tallahassee, FL 32303. The registered office of the corporation is located at Northwood Centre, 1940 North Monroe Street, Suite 70, Tallahassee, FL 32303.

ARTICLE IV

Purpose

This corporation does not contemplate pecuniary gain or profit to its members, and is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. The specific purpose for which this corporation is formed is to implement Parts V and VI of Chapter 1002, Florida Statutes. The purposes for forming this corporation include, but are limited to, the following:

1. To promote the age-appropriate progress of each child through the Voluntary Pre-kindergarten Program.
2. To prepare children from birth to five years of age, or until the child enters kindergarten, to enter kindergarten ready to learn.
3. To create a program to be administered by the Early Learning Coalition.
4. To implement a comprehensive program of School Readiness services that enhances the cognitive, social, and physical development of children to achieve the performance standards and outcome measures specified by the Agency for Workforce Innovation Office of Early Learning.
5. To implement a coordinated and seamless system of services through integrated funding streams.
6. To ensure coordinated staff development and teaching opportunities.
7. To provide expanded access to community services and resources for families.
8. To ensure there is a coordinated school readiness plan that addresses the needs of School Readiness and Voluntary Pre-kindergarten children.

ARTICLE V

Powers

This corporation shall have the following powers:

1. The corporation shall have the power to do all lawful acts, which are in the opinion of the Board of Directors of the Corporation, necessary or desirable to carry out the purposes and accomplish the objectives of the corporation, and which are consistent with the provisions of the Florida Statutes. The corporation shall have all powers granted to corporations not for profit under Chapter 617, Florida Statutes, whether or not specifically enumerated in these Articles of Incorporation or the Bylaws.
2. No part of the net income or assets of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 Article IV hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by an organization,

contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VI

Operating Restrictions

If the corporation is at any time deemed to be a private foundation, it shall be subject to the following rules: The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended. The corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986, as amended. The corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1986, as amended. The corporation shall not make any taxable expenditure as defined in Section 4945 (d) of the Internal Revenue Code of 1986, as amended.

ARTICLE VII

Manner of Election of Directors

The method of election or appointment of directors is as stated in the Bylaws.

ARTICLE VIII

Board of Directors

The Board of Directors shall be composed of at least 15, but not more than 30 members. The composition of the Board must conform to the provisions of relevant regulatory Florida statutes.

ARTICLE IX

Officers

The officers of this corporation shall be elected or appointed by the Board of Directors to serve for terms as in accordance with the Coalition's Bylaws except for the Chair, who shall be appointed by the Governor. There shall be a Chair, Vice Chair, Secretary, and a Treasurer each of whom shall be a member of the Board of Directors. The Board of Directors may from time to time elect or appoint additional officers who shall also be members of the Board of Directors.

ARTICLE X

Amendments

These articles are a part of the Early Learning Coalition of the Big Bend Region, Inc.'s plan, and any amendments to them constitute an amendment to the plan.

ARTICLE XI

Duration

The corporation shall exist perpetually, unless dissolved according to law.

ARTICLE XII

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 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.

ARTICLE XIII

Incorporator

The Incorporator to these Articles of Incorporation is Tucker F. Mackie, 119 S.
Monroe Street, Suite 300, Tallahassee, FL, 32301

On September 23, 2014, the Early Learning Coalition of the Big Bend Region, Inc.'s Articles of Incorporation were amended by the members of the Board of Directors. The amendment was adopted by the members of the Board of Directors and the number of votes cast for the amendment were sufficient for approval.

Early Learning Coalition of the Big Bend Region, Inc.

By: [Signature]
Monesia T. Brown, Chair

Attest: [Signature]

STATE OF FLORIDA
COUNTY OF LEON

This 23rd day of September, 2014, before me, a Notary Public duly authorized in the State and County aforesaid to make acknowledgments, personally appeared Monesia T. Brown to me well known to be the person described in and executed the foregoing Amended and Restated Articles of Incorporation, and who acknowledged before me that they executed and subscribed to these Amended and Restated Articles of Incorporation for the purposes therein expressed.

Personally known
 Produced identification

Sarah C. Heath
Notary Public, State of Florida at Large
My Commission expires: 7/22/15

(seal)



Having been named as registered agent to accept service of process for the Early Learning Coalition of the Big Bend Region, Inc., at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as registered agent.

[Signature]
Matthew Guse, Registered Agent

Date: 9-25-14