

corp-32

NP # 740123

GAINESVILLE, FLORIDA, HOUSING CORPORATION, INC.

New Corporation Reincorporation Amendment (\$017.02)

Filed: 9/14/77

By:

9/18/77
jh

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740123

LAW OFFICES
CHANDLER, O'NEAL, GRAY, LANG & HASWELL

POST OFFICE DRAWER 0
GAINESVILLE, FLORIDA
32602

WILLIAM H. CHANDLER
WILLIAM C. O'NEAL
HENRY L. GRAY, JR.
JAMES F. LANG
JOHN H. HASWELL

August 5, 1977

TELEPHONE 376-5226
AREA CODE 904
211 N. E. 18 STREET

740123

Secretary of State
The Capitol
Tallahassee, Florida

597361

ATTENTION: Non-Profit Corporation Division

RE: GAINESVILLE, FLORIDA, HOUSING CORPORATION, INC.

Dear Sir:

Enclosed herewith please find original and one copy of the Articles of Incorporation of the above named non-profit corporation, together with our firm check in the amount of \$38.00 to cover the costs of filing said Articles, obtaining a certified copy thereof and designating resident agent.

Please send us a certified copy of the Articles of Incorporation as soon as possible. If there are any questions please advise.

Yours very truly,

CHANDLER, O'NEAL, GRAY,
LANG & HASWELL

James F. Lang
James F. Lang (sig)

JFL:emf
Enclosures

PRIVILEGE TAX	
C. TAX	
FILING	30
C. COPY	5
R. A. FEE	3
P. COPY	
SEARCH	
TOTAL	38
BALANCE DUE	

FILED
SEP 11 1977
TALLAHASSEE, FLORIDA

FILED

MM



Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

August 12, 1977

Bruce A. Smathers
SECRETARY OF STATE

Chandler, O'Neal, Gray, Lang & Haswell, Attorneys at Law
Post Office Drawer O
Gainesville, Florida 32602
Atten: James F. Lang, Esq.

Division of Corporations
Charter Section
904/488-2675

SUBJECT: GAINESVILLE, FLORIDA, HOUSING CORPORATION, INC.

Returned X; Pending . Check acknowledged \$38.00

1. NAME IS NOT AVAILABLE.
2. Name must include a corporate suffix, INC. or INCORPORATED.
3. BALANCE DUE.
4. The number of directors the corporation shall have (no less than three) must be shown with a statement designating the total number.
5. The articles state that there will be directors (initially). However, are listed.
6. X The qualifications for membership must be shown in the articles of incorporation. Please state specific qualifications.
7. X The articles of incorporation must state who will manage the affairs of the corporation. Articles V and VI are in conflict.
8. Please list the officers and the office(s) held by each.
9. A designation of registered office and registered agent at the same address must be contained within the articles of incorporation, and the registered agent must sign accepting that designation.
10. All incorporators must sign and their signatures must be acknowledged.
11. All incorporators signing must be listed in Article .
12. Notary public's acknowledgement is incomplete.
13. Incorporators cannot notarize their own signatures.
14. The document(s) must be legible for microfilming.
15. You must list at least three (3) directors and three (3) incorporators.
16. The articles must state by whom the by-laws may be made, altered, or rescinded.
17. The articles must state by whom and in what manner amendments to the articles of incorporation may be made.
18.

SEP 11 11 21 AM '77
FILED
will add

LAW OFFICES
CHANDLER, O'NEAL, GRAY, LANG & HASWELL

POST OFFICE DRAWER 0
GAINESVILLE, FLORIDA
32602

WILLIAM H. CHANDLER
WILLIAM C. O'NEAL
HENRY L. GRAY, JR.
JAMES F. LANG
JOHN H. HASWELL

September 12, 1977

TELEPHONE 376-5226
AREA CODE 904
211 N. E. F STREET

Ms. Mary Rushing
Division of Corporations
Charter Section
Secretary of State
The Capitol
Tallahassee, Florida 32304

RE: Gainesville, Florida, Housing Corporation, Inc.

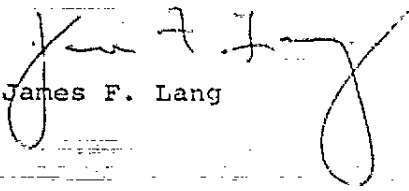
Dear Ms. Rushing:

Enclosed herewith please find original and one copy of Articles of Incorporation of the above named corporation about which I have talked to you previously. I believe the changes you requested have been made and trust that same now meet with your approval. You have already received our firm check in the amount of \$38.00 to cover the costs of recording the Articles and sending us a certified copy of same.

Thank you for your kind cooperation in this matter and if you have any questions please advise. Otherwise, I trust we will receive the certified copy of the Articles of Incorporation in the near future.

Yours very truly,

CHANDLER, O'NEAL, GRAY,
LANG & HASWELL


James F. Lang

JLF:emf
Enclosures

SEP 14 2 58 PM '77
TALLAHASSEE, FLORIDA
FILED
RECEIVED

ARTICLES OF INCORPORATION
OF
GAINESVILLE, FLORIDA, HOUSING
CORPORATION, INC.

The undersigned do hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes (1975).

ARTICLE I

The name of this corporation shall be Gainesville, Florida, Housing Corporation, Inc. The principal office of the corporation shall be 1000 S.E. 4th Street, Gainesville, Florida 32601.

ARTICLE II

The purposes for which the corporation is formed and the business and objectives to be carried on and promoted by it are as follows:

A. To promote, advance and engage in or assist in the development and/or operation of housing projects and related facilities for persons of low income in the area of operation of the Gainesville Housing Authority, Gainesville, Florida (hereinafter called "Authority"), by financing, in compliance with the requirements of the Section 8 New Construction or Substantial Rehabilitation Program under the United States Housing Act of 1937, as amended (hereinafter collectively called "Act"), and the United States Department of Housing and Urban Development (hereinafter called "HUD") regulations pertaining thereto, the acquisition and construction within the area of operation of the Authority of decent, safe and sanitary housing for occupancy by persons of low income; all as approved by and for the use of the Authority.

B. To acquire by gift, lease or purchase, and, with the consent of the Authority, to sell, convey, assign, mortgage or otherwise encumber any of the corporation's property, real or personal, necessary or incidental to the provision of such housing projects for persons of low income.

C. To promote the common good and general welfare of Gainesville, Florida (hereinafter called "City") and its inhabitants.

D. To borrow money and make and issue negotiable and non-negotiable notes, bonds, certificates, debentures and other evidences of indebtedness or obligations which shall be authorized by resolution of the Board of Trustees of the corporation and which may bear such date or dates, mature at such time or times, bear interest at such rate or rates not exceeding the legal rate, be in such denomination and form, and be entitled to such priority and lien on the real and personal property of the corporation and the revenues, rates, fees, rentals or other charges or receipts of the corporation as such resolution or any resolution subsequent thereto may provide. The obligations shall be executed either by the manual or facsimile signatures of such officers of the corporation as the Board of Trustees shall determine, provided that each such obligation shall bear at least one signature which is manually executed thereon, and any coupons attached thereto shall bear the facsimile signature or signatures of such officer or officers as shall be designated by such resolution. Such obligations may be sold at either public or private sale at such price and under such conditions as the Board of Trustees of the corporation may determine, provided that the net interest cost shall not exceed the legal rate per annum. The corporation shall comply with the applicable provisions of the Act and any HUD regulations promulgated thereunder, before issuing any such obligations.

E. To apply for, obtain and contract with any federal agency for a direct loan or loans or other financial aid in the form of mortgage insurance, rent supplement or otherwise for the provision of housing facilities of all kinds and related facilities and services in the City for persons of low income.

F. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation. Nothing herein, however, shall be construed as to allow the corporation to participate in transactions or activities which would disqualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended (here-

inafter called "IRC").

G. To conduct its business and affairs so as to vest in the Authority, its lawful successor or successors, or failing such succession, in the City all right, title and interest of the corporation in or to all of its properties and assets in order that the Authority, its lawful successor, or failing such succession, the City, may acquire such properties and assets.

H. To conduct its activities on a non-profit basis within the meaning of Section 501(c) of the IRC or the corresponding provision of any future United States Internal Revenue Law.

I. To have all the rights, privileges, powers and immunities available to corporations not for profit under the laws of the State of Florida and, anything herein to the contrary notwithstanding, the enumeration herein of the specific objects and purposes of the corporation shall not limit the powers of the corporation to accomplish any approved charitable, scientific or educational purpose within the meaning of Section 501(c) of the IRC and any regulations promulgated thereunder. All of the assets and earnings of the corporation shall be used exclusively for the purposes hereinabove set out, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no substantial part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Sections 501(c)(3) or 501(c)(4) of the IRC or the corresponding provisions of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the IRC or any other corresponding provision of any future United States Revenue Law.

ARTICLE III

The members of the corporation shall be the subscribers to these Articles, and/or such other persons who express their desire to carry out and support the purposes and objectives of the corporation and may be approved for membership by the Board of Trustees.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The names and residences of the subscribers of these Articles of Incorporation are:

A. J. Suskind	2222 N.W. 20th Ct. Gainesville, Florida 32601
Mary Virginia Fearnside	5015 N.W. 36th Drive Gainesville, Florida 32601
Norman J. Bowman	2209 N.W. 29th Avenue Gainesville, Florida 32601

The Board of Trustees shall elect a president, a vice-president and a secretary-treasurer who shall serve at the pleasure of the Board. The names of such officers initially shall be:

A. J. Suskind	President
Eula M. Williams	Vice-President
Steve Rosenbaum	Secretary-Treasurer

ARTICLE VI

The affairs and business of the corporation shall be managed by a Board of Trustees consisting of not less than three persons, the exact number of which shall be fixed by the members and set forth in the By-laws. The Board of Trustees shall be elected by the members. In the event of a vacancy on the Board by reason of death, resignation or otherwise, the remaining members of the Board of Trustees shall fill such vacancy until the next regular or special meeting of the membership. The above-named subscribers shall serve as the first Board of Trustees.

ARTICLE VII

Subject to the approval of the Authority and HUD, the By-laws of the corporation shall be made, altered, amended or rescinded by a majority vote of the Board of Trustees at a meeting duly called in accordance with the By-laws.

ARTICLE VIII

Subject to the approval of the Authority and HUD, amendments of the Articles of Incorporation shall be proposed and adopted by a majority of the Board of Trustees at a meeting duly called in accordance with the By-laws.

ARTICLE IX

The corporation shall issue no capital stock, pay or divide no dividends, distribute no part of the income to its members, directors or officers; and the private property of the subscribers, members, trustees and officers shall not be liable for the debts of the corporation, but the entire corporate property shall be liable to the claims of creditors of the corporation.

ARTICLE X

The affairs and business of the corporation shall at all times be in compliance with the Act and applicable HUD regulations.

ARTICLE XI

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2), or Section 501(c)(4), of the IRC or corresponding sections of any prior or future United States Internal Revenue Law, or to the federal, state or local government for exclusively public purposes. Therefore, since the Authority qualifies as such a recipient, title to such residual assets of the corporation will vest in the Authority after dissolution of the corporation.

ARTICLE XII

The corporation hereby designates A. J. Suskind, 1900 S.E. 4th Street, Gainesville, Florida, as its resident agent for service of process and as its registered agent for service of process.

IN WITNESS WHEREOF, the undersigned do hereby make, subscribe and acknowledge these Articles of Incorporation this 6th day of September, 1977.

A. J. Suskind
A. J. Suskind

Mary Virginia Fearnside
Mary Virginia Fearnside

Norman J. Bowman
Norman J. Bowman

A-1009

STATE OF FLORIDA
COUNTY OF ALACHUA

Personally appeared before me, a notary public in and for
Alachua County, Florida, A. J. Suskind, Mary Virginia Fearnside,
Norman J. Bowman, who are personally known to me to be the same
persons who executed the foregoing instrument of writing, and duly
acknowledged the execution of the same.

In testimony whereof, I have hereunto subscribed my name
and affixed my official seal, this 8th day of September, 1977.

Eileen M. Hunt
Notary Public

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES JAN. 31, 1981
BONDED THROUGH MONROE FIDELITY, INC.