

Division of Corporations

**NO 0000006089**

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000025099 5))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : BLALOCK, LANDERS, WALTERS AND VOGLER, P.  
Account Number : 076666003611  
Phone : (941) 748-0100  
Fax Number : (941) 745-2093

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

99 OCT -6 AM 8:50

FILED

FLORIDA NON-PROFIT CORPORATION

GoodHomes of Manasota, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75





FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

September 14, 2000

CYNTHIA PORTER  
1751 DR MARTIN LUTHER KING JR WAY  
SARASOTA, FL 34234

SUBJECT: GOODHOMES OF MANASOTA, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P99000088080) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N00000006089 with the original file date of October 6, 1999.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
Beth Register  
Corporate Specialist Supervisor  
New Filings Section

Letter number: 500A00048594

Fax Audit No.:H990000250995

**ARTICLES OF INCORPORATION  
OF  
GOODHOMES OF MANASOTA, INC.**

This is to certify that I, the undersigned, being competent to contract, do hereby form a non-profit corporation under the laws of the State of Florida, and further certify that:

**ARTICLE I - NAME**

The name of the corporation is GoodHomes of Manasota, Inc., hereinafter referred to as the "Corporation", and its initial mailing address shall be: 7501 Bradenton Road, Sarasota, Florida 34243. The initial address of the Corporation's principal office shall be: 7501 Bradenton Road, Sarasota, Florida 34243.

**ARTICLE II - DURATION**

The Corporation shall have perpetual existence unless it shall hereafter be dissolved according to law.

**ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial Registered Agent is Blalock, Landers, Walters & Vogler, P.A., and the street address of the initial registered office of this Corporation is 802 11th Street West, Bradenton, FL 34205. The Board of Directors may from time to time move the registered office to any other address in Florida.

**ARTICLE IV - INCORPORATOR**

The name and address of each Incorporator of this Corporation is: Stephen J. Grave de Peralta, 802 11th Street West, Bradenton, FL 34205.

Prepared By:  
Stephen J. Grave de Peralta  
Blalock, Landers, Walters & Vogler, P.A.  
802 11th Street West, Bradenton, FL 34205  
(941) 748-0100  
Florida Bar No. 0155624

99 OCT -6 AM 8:50  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fax Audit No.:

**ARTICLE V – PURPOSE**

The purpose for which the Corporation is formed is exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code, and the business and objectives to be carried on and promoted by it are as follows:

- (a) the corporation shall be a single purpose corporation and its powers shall be limited to be solely in connection with the improvements of the housing opportunities and support for families of low and moderate income.
- (b) To exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.
- (c) The Corporation is irrevocably dedicated to and shall be operated exclusively for non-profit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

**ARTICLE VI – POWERS**

The Corporation is empowered:

- (a) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon which are necessary or incidental to the accomplishment of the purposes set forth in Article IV hereof.
- (b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge, or other lien on the Corporation's property.
- (c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation.
- (d) In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, all assets of the Corporation will be distributed to

Fax Audit No.:

Goodwill Industries-Manasota, Inc., its successor, or other charitable organization serving Manatee and Sarasota counties which is itself exempt as an organization described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding sections of any future United States Internal Revenue Law.

- (e) Notwithstanding any other provision of these Articles, this corporation will not conduct any other activities not permitted to be conducted by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a Corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

**ARTICLE VII - DIRECTORS AND MEMBERS**

The affairs of the Corporation shall be managed by a Board of Directors, consisting of not less than three (3) persons who shall be appointed as provided in the By-Laws. The Directors shall be divided initially into three classes of one (1), two (2), and three (3) year terms. Thereafter, at each annual meeting, successors shall be selected as provided in the By-Laws to serve for three (3) year terms and until their successors have been elected. The names and post office addresses of the persons who shall serve as current Directors until their successors are duly qualified are as follows:

- Donald L. Roberts      7501 Bradenton Road  
Sarasota, Florida 34243
- John Patterson        46 North Washington Boulevard  
Suite 1  
Sarasota, Florida 34236
- Cynthia Porter        1751 Dr. Martin Luther King Jr. Way  
Sarasota, Florida 34234

The Corporation shall be organized on a non-stock basis. There will be no rights or privileges, restrictions or limitations granted or imposed upon the Directors or the members. The Corporation shall issue no certificates of membership, and the qualification and admission of members shall be regulated by the By-Laws.

Fax Audit No.:

**ARTICLE VIII - OFFICERS**

The Board of Directors, as provided by the By-Laws of the Corporation, shall elect the Officers of the Corporation, who shall include a Chairman, one or more Vice Chairmen, a Secretary, and a Treasurer, all of whom shall be members of the Board of Directors, and such other Officers as the Directors may elect or appoint. Any two or more offices may be held by the same person, except the office of Chairman and Secretary. The officers shall be elected annually, and shall serve for one year or until their successors are duly elected and installed. Officers and Directors of the Corporation shall serve without compensation.

**ARTICLE IX - INDEMNITY**

To the fullest extent permitted by Chapters 607 and 617 of the Florida Statutes (hereinafter referred to as the "statutes"), as the same may be from time to time amended, but subject to all restrictions set forth therein, the Corporation shall indemnify, hold harmless, and advance expenses to, as defined in the statutes, any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the statutes, by reason of the fact that he or she is or was a director or officer of the Corporation, against liability as defined in the statutes, expenses as defined in the statutes and amounts paid in settlement incurred in connection with such proceeding, including any appeal thereof. This indemnification article shall specifically not apply to persons or entities who are or were employees or agents of the Corporation, but who are not or were not directors or officers of the Corporation.

**ARTICLE X - BY-LAWS**

The By-Laws of the Corporation may be made, altered or rescinded by a majority vote of the full Board of Directors at any regular or special meeting of the Board of Directors convened after notice of the purpose thereof, provided that the resulting By-Laws are not inconsistent with the provisions of these Articles of Incorporation, or with the requirements then in effect for a Community Housing Development Organization, as promulgated by the Department of Housing and Urban Development.

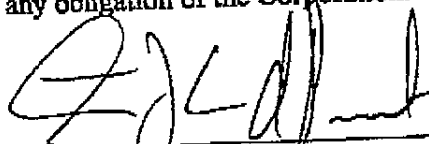
**ARTICLE XI - AMENDMENTS TO ARTICLES**

Amendments to these Articles of Incorporation may be proposed by any Director at a regular or special business meeting of the Board of Directors at which a majority is present and must be adopted by a two-thirds vote of the Board of Directors present and voting at any regular meeting or special meeting properly called and noticed as provided in the By-Laws. Upon such adoption, such Amendment must also be filed with the office of the Secretary of State of the State of Florida before the same shall become effective.

Fax Audit No.:

**ARTICLE XII - DUES**

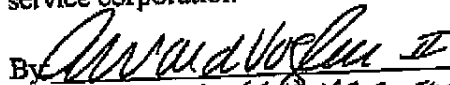
The Corporation shall levy no dues or assessments upon its members. A member of the Corporation shall not be liable as such for any obligation of the Corporation.



Stephen J. Grave de Peralta,  
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

BLALOCK, LANDERS, WALTERS &  
VOGLER, P.A., a Florida professional  
service corporation

By 

Print Name: EDWARD VOGLER

Its: VICE PRESIDENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 OCT -6 AM 8:50

**FILED**