

*No 2000006000*

**FILED**

**02 AUG -6 AM 9:35**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500006522279-3  
-07/19/02--01020--003  
\*\*\*\*122.50 \*\*\*\*78.75

Requester's Name

Address

THE LAW OFFICE OF  
**KEN WARD, P. A.**  
ATTORNEYS AT LAW  
701 BAYSHORE BOULEVARD  
SUITE 101  
TAMPA, FLORIDA 33606

Office Use Only

**CORPO**

**ENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in       Pick up time       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

*No 2-31010*

**Examiner's Initials**

*Handwritten initials*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 22, 2002

KEN WARD, ESQ.  
701 BAYSHORE BOULEVARD  
SUITE 101  
TAMPA, FL 33606

SUBJECT: FLORIDA DELTA HOUSING CORPORATION, INC.  
Ref. Number: W02000021010

We have received your document for FLORIDA DELTA HOUSING CORPORATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 202A00044541

ARTICLES OF INCORPORATION  
OF  
FLORIDA DELTA HOUSING CORPORATION, INC.  
(A Florida Nonprofit Corporation)

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TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of this corporation is FLORIDA DELTA HOUSING CORPORATION, INC.

**ARTICLE II**

This is a nonprofit corporation, organized solely for general educational purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

**ARTICLE III**

The term of existence of the corporation is perpetual.

**ARTICLE IV**

**General and Specific Purposes**

The specific and primary purposes for which this corporation is formed are:

- (A) For the advancement of education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- (B) Housing for undergraduate students at the University of South Florida.
- (C) To operate exclusively in any other manner for which educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

**ARTICLE V**

**Management of Corporate Affairs**

- (A) **Board of Trustees.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be three (3) provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held on July 1 of each year at 701 Bayshore Blvd., Tampa, Florida, or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name</u>	<u>Address</u>
Ray Seaford	701 Bayshore Blvd., Tampa, FL 33606
Toby Manulak	222 - 2 <sup>nd</sup> Ave. N., St. Petersburg, FL 33701
Chuck Earle	1432 Trail Boss Lane, Brandon, FL 33511

- (B) **Corporate Officers.** The Board of Trustees shall elect the following officers: President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the Trustee to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

President:	Toby Manulak	222 - 2 <sup>nd</sup> Ave. N. St. Petesburg, FL 33701
VP/Secretary/Treasurer:	Ray Seaford	701 Bayshore Blvd. Tampa, FL 33606

**ARTICLE VI**  
**Earnings & Activities of Corporation**

- (A) 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 to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.
- (B) 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 any candidate for public office.
- (C) 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 Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- (D) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE VII**  
**Distribution of Assets**

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VIII**  
**Membership**

- (A) The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.
- (B) Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.
- (C) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

**ARTICLE IX**  
**Subscribers**

The names and residence addresses of the Subscribers of this corporation are as follows:

Ray Seaford                      701 Bayshore Blvd., Tampa, FL 33606

**ARTICLE X**  
**Amendment of Bylaws**

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that may be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

**ARTICLE XI**  
**Dedication of Assets**

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

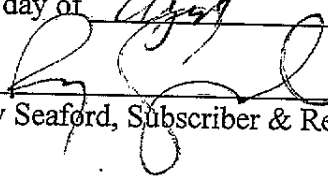
**ARTICLE XII**  
**Registered Agent and Office**

The address of the corporation's registered office shall be **701 Bayshore Blvd., Tampa, FL 33606**, and the name of its registered agent at said address shall be **Ray Seaford**.

**ARTICLE XIII**  
**Amendment of Articles**


Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 5<sup>th</sup> day of August, 2002.

  
\_\_\_\_\_  
Ray Seaford, Subscriber & Registered Agent

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of August, 2002, by RAY SEAFORD, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath.

  
\_\_\_\_\_  
Notary Public, State of Florida



FILED  
02 AUG -6 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 617.0501, Fla. Stat., the following is submitted:

FLORIDA DELTA HOUSING CORPORATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 701 Bayshore Blvd., Tampa, FL 33606, has named Ray Seaford of 701 Bayshore Blvd., Tampa, FL 33606, as its agent to accept service of process within the state of Florida.

By: [Signature]  
Title: Secretary

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

[Signature]  
Ray Seaford

Date: 8/5/02