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Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 351-2122

FLORIDA PROFIT/NON PROFIT CORPORATION

AM AFFORDABLE HOUSING, INC.

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**ARTICLES OF INCORPORATION
OF
AM AFFORDABLE HOUSING, INC.
(A Florida Not-For-Profit Corporation)**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLE 1
NAME**

The name of this corporation shall be the **AM AFFORDABLE HOUSING, INC.**

**ARTICLE 2
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 3109 Grand Ave, PMB 447, Coconut Grove, FL 33133.

**ARTICLE 3
PURPOSES**

The Corporation is a not-for-profit corporation, organized and to be operated exclusively for charitable, religious, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes; and, in particular, for the following purposes:

A. To provide financial and other assistance to those in need and the disadvantaged as well as to engage in any other lawful act or activity for which the corporation may be organized under the non-profit corporation law of the State of Florida.

B. Develop and maintain safe affordable housing for low-income and elderly persons in Florida.

C. Provide such educational, supportive, and referral services to low-income and elderly persons as may be necessary and appropriate to the accomplishment

D. To aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, scientific, or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

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E. To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations or any kind or nature, such as corporations, firms associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any 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 or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

**ARTICLE 4
POWERS**

The Corporation shall have all powers conferred upon not-for-profit corporations organized under Chapter 617 of the Florida Statutes and any corresponding provisions of future Florida laws, but shall exercise such powers only in fulfillment of its above-stated purposes.

The corporation shall not engage in any of the following activities:

- (1) The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.
- (2) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the Corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code.
- (3) No part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE 5
MEMBERSHIP**

The Corporation shall not have members.

**ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 3109 Grand Ave, PMB 447, Coconut Grove, FL 33133, and the name of the Corporation's initial registered agent

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at that address is Allen Furst.

**ARTICLE 7
BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors. The number of directors shall initially be three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three. After the initial term of the Board of Directors listed below, the Board of Directors shall be appointed by Alonzo Mourning Charities, Inc. The names and addresses of the persons who shall serve as the initial members of the Board of Directors of the Corporation are as follows:

Allen Furst
3109 Grand Ave, PMB 447
Coconut Grove, FL 33133

Lisa Joseph
3109 Grand Ave, PMB 447
Coconut Grove, FL 33133

Alonzo Mourning
3109 Grand Ave, PMB 447
Coconut Grove, FL 33133

**ARTICLE 8
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Allen Furst
3109 Grand Ave, PMB 447
Coconut Grove, FL 33133

**ARTICLE 9
DISSOLUTION**

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to Alonzo Mourning Charities, Inc., a Florida not-for-profit, or its successor in interest, or if no successor in interest, a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, as selected by the Board of Directors.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 18th day of December, 2008.



Allen Furst, Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That, **AM AFFORDABLE HOUSING, INC.**, desiring to organize under the laws of the State of Florida, has named Allen Furst, at 3109 Grand Ave, PMB 447, Coconut Grove, FL 33133, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 1st day of December, 2008.



Allen Furst

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CERTIFICATE OF INCORPORATOR

The undersigned, being the sole incorporator of the Corporation, hereby certifies that these Articles of Incorporation of the Corporation were adopted by Unanimous Written Consent of the Board of Directors of the Corporation effective as of the 18th day of December, 2008.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this the 18th day of December, 2008.



Allen Furst, Incorporator

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