



2139 N.E. Coachman Rd.
Clearwater, FL 33765
727.442.7075
www.suncoasthc.org

August 26, 2021

Florida Department of State
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303

RE: Articles of Merger Surviving Corporation Suncoast Sustainable Corporation a
Florida not for profit corporation

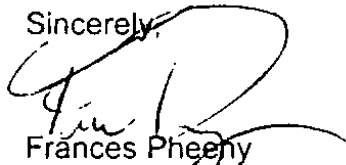
Dear Sir/Madam:

Enclosed please find the following documents:

- Resolution of the Suncoast Sustainable Corporation, the surviving corporation, with the original signatures of all of the members of the Board of Directors
- Resolution of the Board of Directors of Sustainable Communities Renaissance Project, Inc. with the original signatures of all members of the Board of Directors
- Plan of Merger
- Articles of Merger with original signatures of the authorized officers
- Articles of Incorporation
- Check to the Florida Dept of State for \$78.75, please send a certified copy of the Articles of Merger

Please send a certified copy of the Articles of Merger to: Frances Pheeny, President, Suncoast Sustainable Corp., 2139 NE Coachman Rd., Clearwater, FL 33765. Please call me at 727-442-7075 ext 111 with any questions.

Sincerely,



Frances Pheeny
President & CEO

FILED

2021 AUG 27 PM 12 21

**ARTICLES OF MERGER
SUNCOAST SUSTAINABLE CORPORATION A
FLORIDA NOT FOR PROFIT CORPORATION AND
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC. A FLORIDA NOT
FOR PROFIT CORPOTATION**

The following Articles of Merger are submitted in accordance with the Florida Not for Profit Corporation Act, pursuant to Section 617.1105, Florida Statutes

ARTICLE I

The name and jurisdiction of the **surviving corporation** is as follows:

Name	Jurisdiction	Document Number
SUNCOAST SUSTAINABLE CORPORATION	FLORIDA	N21000008635

ARTICLE II

The name and jurisdiction of the **merging corporation** is as follows:

Name	Jurisdiction	Document Number
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC.	FLORIDA	N14000000277

ARTICLE III

The Plan of Merger is attached to and made a part of these Articles as Exhibit "A".

ARTICLE IV

The merger shall become effective on the date these Articles of Merger are filed with the State of Florida.

ARTICLE V

Adoption of Merger by Surviving Corporation

There are no shareholders of Suncoast Sustainable Corporation, entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors on August 6, 2021. The number of Directors is six (6) and the vote for the Plan of Merger was unanimous.

ARTICLE VI

Adoption of Merger by Merging Corporation

There are no shareholders of Sustainable Communities Renaissance Project, Inc., entitled to vote on the Plan of Merger. The Plan of Merger was adopted by the Board of Directors on August 6, 2021. The number of Directors is three (3) and the vote for the Plan of Merger was unanimous.

ARTICLE VII

The authorized signatory for the Surviving Corporation and the Merging Corporation are set forth below:

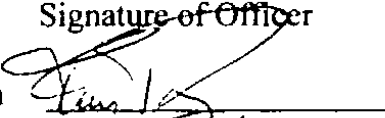

Name of Corporation	Signature of Officer	Name	Title
Suncoast Sustainable Corporation	 Date: August 6, 2021	Frances Pherry	President
Sustainable Communities Renaissance Project, Inc.	 Date: August 9, 2021	SH Pherry	President

EXHIBIT "A"
PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 617.1101, Florida Statutes and in accordance with laws of any other applicable jurisdiction of incorporation.

*The name and jurisdiction of the **surviving** corporation is:*

<u>Name</u>	<u>Jurisdiction</u>
SUNCOAST SUSTAINABLE CORPORATION	State of Florida

*The name and jurisdiction of the **merging** corporation is:*

<u>Name</u>	<u>Jurisdiction</u>
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC.	State of Florida

The terms and conditions of the merger are as follows:

Sustainable Communities Renaissance Project, Inc ("SCRP") shall merge into Suncoast Sustainable Corporation ("SSC") with SSC being the surviving entity. Effective on the date of merger the officers and directors of SCRP shall immediately resign from their positions and all management and control of the books, records, real and personal property of SSC shall be assumed by the directors and officers of SSC or their designee.

Effective on the date of merger all accounts with financial institutions in the name of SCRP shall be surrendered and turned over to SSC and new authorized signatory cards shall be provided in which any signatories on the accounts will be replaced with the designated representatives of SSC.


Effective on the date of merger SSC shall become the owner of any personal property held by SCRP and title shall vest in SSC on all real property owned by SCRP. Further, effective on the date of merger the membership interest of SCRP in Habitat Pinellas Leverage III, L.L.C., a Louisiana limited liability company SSC shall inure to the benefit of SSC.

The Articles of Incorporation of Suncoast Sustainable Corporation are unaffected by this merger.

Other provisions relating to the merger are as follows:

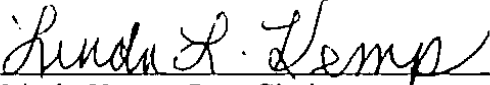
Effective on the date of merger any intellectual property held by SCRP shall be assigned to SSC. All websites, domain names and other internet platforms shall be disabled with links being provided to such websites and other internet platforms operated by SSC.

DIRECTORS



Karl Nurse, Chairperson

John Gilbert, Vice Chairman


John Brielmaier III, Treasurer


Linda Kemp, Past Chairperson

Joseph R. McFate, Assistant Treasurer


Julie Holt, Secretary

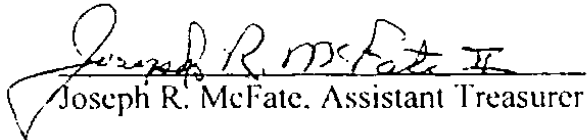
DIRECTORS

Karl Nurse, Chairperson

John Gilbert, Vice Chairman

John Brielmaier III, Treasurer

Linda Kemp, Past Chairperson

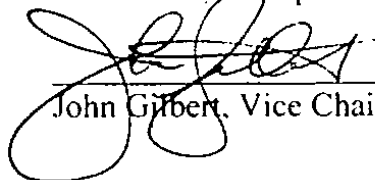


Joseph R. McFate, Assistant Treasurer

Julie Holt, Secretary

DIRECTORS

Karl Nurse, Chairperson



John Gilbert, Vice Chairman

John Brielmaier III, Treasurer

Linda Kemp, Past Chairperson

Joseph R. McFate, Assistant Treasurer

Julie Holt, Secretary

EXHIBIT "A"
PLAN OF MERGER

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*The name and jurisdiction of the **surviving** corporation is:*

<u>Name</u>	<u>Jurisdiction</u>
SUNCOAST SUSTAINABLE CORPORATION	State of Florida

*The name and jurisdiction of the **merging** corporation is:*

<u>Name</u>	<u>Jurisdiction</u>
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC.	State of Florida

The terms and conditions of the merger are as follows:

Sustainable Communities Renaissance Project, Inc ("SCRP") shall merge into Suncoast Sustainable Corporation ("SSC") with SSC being the surviving entity. Effective on the date of merger the officers and directors of SCRP shall immediately resign from their positions and all management and control of the books, records, real and personal property of SSC shall be assumed by the directors and officers of SSC or their designee.

Effective on the date of merger all accounts with financial institutions in the name of SCRP shall be surrendered and turned over to SSC and new authorized signatory cards shall be provided in which any signatories on the accounts will be replaced with the designated representatives of SSC.

Effective on the date of merger SSC shall become the owner of any personal property held by SCRP and title shall vest in SSC on all real property owned by SCRP. Further, effective on the date of merger the membership interest of SCRP in Habitat Pinellas Leverage III, L.L.C., a Louisiana limited liability company SCRP shall inure to the benefit of SSC.

The Articles of Incorporation of Suncoast Sustainable Corporation are unaffected by this merger.

Other provisions relating to the merger are as follows:

Effective on the date of merger any intellectual property held by SCRP shall be assigned to SSC. All websites, domain names and other internet platforms shall be disabled with links being provided to such websites and other internet platforms operated by SSC.

**RESOLUTIONS OF THE BOARD OF DIRECTORS
SUNCOAST SUSTAINABLE CORPORATION IN LIEU OF SPECIAL MEETING**

The undersigned being the Board of Directors of Suncoast Sustainable Corporation, a Florida not-for profit corporation ("SSC"), hereby consent and subscribe to the following acts and resolutions in lieu of holding a formal special meeting and waive notice regarding same pursuant to the provisions of the By-Laws of SSC and the laws of the State of Florida.

WHEREAS, the Board of Directors of Suncoast Sustainable Corporation, a Florida not-for profit corporation (the "SSC") is desirous to enter into a merger with Sustainable Communities Renaissance Project, Inc., a Florida not-for profit corporation ("SCRIP"); and

WHEREAS, the Board of Directors believes it to be in the best interests of SSC and consistent with SSC's goals and objectives as stated in its Articles of Incorporation to proceed with the Plan of Merger with SCRIP.

NOW THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the Plan of Merger with SCRIP which is attached to and made a part of these Resolutions as Exhibit "A".

BE IT FURTHER RESOLVED that Frances Pheeny as President and CEO of SSC is hereby authorized in the name and on behalf of SSC to execute the Articles of Merger and any other necessary documents incidental thereto and to take all actions, she may determine to be necessary and appropriate to implement the Plan of Merger.

IT IS FURTHER RESOLVED that all acts heretofore taken or performed, and all documents heretofore executed and delivered for and on behalf of SSC in connection with such Plan of Merger are hereby ratified, adopted and affirmed.

IT IS FURTHER RESOLVED that these Resolutions be filed with the minutes of the proceedings of the Board of Directors.

Introduced by: **Joseph R. McFate**

Seconded by: **Linda Kemp**

Adopted by unanimous consent

Dated August 6, 2021

**RESOLUTIONS OF THE BOARD OF DIRECTORS
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC IN LIEU OF
SPECIAL MEETING**

The undersigned being the Board of Directors of Sustainable Communities Renaissance Project, Inc., a Florida not-for profit corporation ("SCRP"), hereby consent and subscribe to the following acts and resolutions in lieu of holding a formal special meeting and waive notice regarding same pursuant to the provisions of the By-Laws of SSC and the laws of the State of Florida.

WHEREAS, the Board of Directors of Suncoast Sustainable Corporation, a Florida not-for profit corporation (the "SSC") is desirous to enter into a merger with Sustainable Communities Renaissance Project, Inc., a Florida not-for profit corporation ("SCRP"); and

WHEREAS, the Board of Directors believes it to be in the best interests of SCRCP and consistent with SCRCP's goals and objectives as stated in its Articles of Incorporation to proceed with the Plan of Merger with SSC.

NOW THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the Plan of Merger with SSC which is attached to and made a part of these Resolutions as Exhibit "A".

BE IT FURTHER RESOLVED that Steve Plice as President of SCRCP is hereby authorized in the name and on behalf of the SCRCP to execute the Articles of Merger and any other necessary documents incidental thereto and to take all actions, he/she may determine to be necessary and appropriate to implement the Plan of Merger.

IT IS FURTHER RESOLVED that all acts heretofore taken or performed, and all documents heretofore executed and delivered for and on behalf of SCRCP in connection with such Plan of Merger are hereby ratified, adopted and affirmed.

IT IS FURTHER RESOLVED that these Resolutions be filed with the minutes of the proceedings of the Board of Directors.

Introduced by: *STEVE PLICE*

Seconded by: *DIM SCOTT*

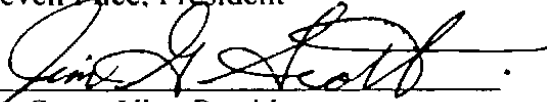
Adopted by unanimous consent

Dated August *2*, 2021

DIRECTORS



Steven Plice, President



Jim Scott, Vice-President

Beth Connor, Secretary-Treasurer

**RESOLUTIONS OF THE BOARD OF DIRECTORS
SUSTAINABLE COMMUNITIES RENAISSANCE PROJECT, INC IN LIEU OF
SPECIAL MEETING**

The undersigned being the Board of Directors of Sustainable Communities Renaissance Project, Inc., a Florida not-for profit corporation ("SCRP"), hereby consent and subscribe to the following acts and resolutions in lieu of holding a formal special meeting and waive notice regarding same pursuant to the provisions of the By-Laws of SSC and the laws of the State of Florida.

WHEREAS, the Board of Directors of Suncoast Sustainable Corporation, a Florida not-for profit corporation (the "SSC") is desirous to enter into a merger with Sustainable Communities Renaissance Project, Inc., a Florida not-for profit corporation ("SCRP"); and

WHEREAS, the Board of Directors believes it to be in the best interests of SCRCP and consistent with SCRCP's goals and objectives as stated in its Articles of Incorporation to proceed with the Plan of Merger with SSC.

NOW THEREFORE BE IT RESOLVED that the Board of Directors hereby approves the Plan of Merger with SSC which is attached to and made a part of these Resolutions as Exhibit "A".

BE IT FURTHER RESOLVED that Steve Plice as President of SCRCP is hereby authorized in the name and on behalf of the SCRCP to execute the Articles of Merger and any other necessary documents incidental thereto and to take all actions, he/she may determine to be necessary and appropriate to implement the Plan of Merger.

IT IS FURTHER RESOLVED that all acts heretofore taken or performed, and all documents heretofore executed and delivered for and on behalf of SCRCP in connection with such Plan of Merger are hereby ratified, adopted and affirmed.

IT IS FURTHER RESOLVED that these Resolutions be filed with the minutes of the proceedings of the Board of Directors.

Introduced by:

Seconded by:

Adopted by unanimous consent

Dated August 2, 2021

DIRECTORS

Steven Plice, President

Jim Scott, Vice-President

Beth Connor

Beth Connor, Secretary-Treasurer

**ARTICLES OF INCORPORATION
OF
SUNCOAST SUSTAINABLE CORPORATION**

ARTICLE I - NAME

The name of the corporation is SUNCOAST SUSTAINABLE CORPORATION

Article II - Duration

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The purpose of this Corporation is to stimulate reinvestment in urban neighborhoods by involving a partnership of neighborhood residents, representatives of local government, and businesses through a neighborhood-based staff designed to alleviate blight, support ongoing neighborhood revitalization, and positively affect the improvement and maintenance of the living environment; to purchase, rehabilitate, market and sell residential properties which exert a blighting influence on surrounding properties; to arrange for mortgage financing for the purchase of these properties; and to provide financial assistance through a revolving loan fund for partial costs of down payments and loan closing costs; to develop, staff and maintain an organization to accomplish the foregoing; to act in any other fashion as is proper in order to further the goals and purposes of the Corporation; and to organize and operate the Corporation exclusively for charitable purposes under Section 501©(3) of the Internal Revenue Code of 1954(or as amended; and, therefore, shall be subject to the following provisions:

a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

b. No 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 or intervene in (including the publishing or distribution of statements) any political campaign of behalf of any candidate for public office.

c. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other

activities not permitted to be carried on: (1) by a corporation exempt from Federal Income Tax under Section 501© of the Internal Revenue Code of 1954 or as hereafter amended; or (2) by a corporation which receives contributions which are deductible under Section 170 c (2) of the Internal Revenue Code of 1954 or as hereafter amended.

d. Upon dissolution of the Corporation, all assets shall be distributed as provided in Article X hereof.

ARTICLE IV - DIRECTORS

The Board of Directors of Tampa Bay Community Development Corporation d/b/a Suncoast Housing Connections shall be the Board of Directors of the Corporation.

ARTICLES V - OFFICERS

The affairs of the Corporation are to be managed by the President, Vice President, Secretary and Treasurer. Such officers will be elected annually by the Board of Directors. The names of the persons who are to serve as officers until the first elections of officers under these Articles of Incorporation are as follows:

Karl Nurse, President
Jack Gilbert, Vice-President
Julie Holt, Secretary
John Brielmaier, III, Treasurer

ARTICLES VI - MEMBERS

Suncoast Housing Connections will be the only member of the Corporation. These members consist of:

Members in the Corporation shall consist of one class: residents of Pinellas County, Florida Pasco County, Florida and Hillsborough County, Florida, as well as owners, managers, employees, agents, representatives, officers, directors of any firm or organization, or any individual conducting business or engaged in activities within Pinellas County, Florida, Pasco County, Florida or Hillsborough County, Florida shall be eligible for membership in the Corporation.

ARTICLE VII - BY-LAWS

The By-Laws of the Corporation are to be made, altered or rescinded by approval of a majority of the Directors of the Corporation.

ARTICLE VIII - AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by a majority vote of the Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.

ARTICLE IX - INCORPORATORS

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


Karl Nurse	176 21 st Ave. SE, St. Petersburg, FL 33705
Jack Gilbert	104 Westbrook Court Safety Harbor, FL 34695
John Brielmaier, III	6777 Greenbrier Dr. Seminole, FL 33777
Linda Kemp	4225 38 th Ave. S, Unit 63-G St. Petersburg, FL 33711
Joseph R. McFate	1749 Stardust Dr. Clearwater, FL 33755
Julie Holt	1618 Belltower Dr. New Port Richey, FL 34655

ARTICLE X - DISSOLUTION


In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 © (3) and 170 © (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusive public purpose.

ARTICLE XI - CONDUCT OF CORPORATION AFFAIRS


The affairs of the Corporation shall be managed by its Board of Directors, who shall be elected by the members of the Corporation in the manner and serve for the term prescribed in the By-Laws of the corporation. The Board of Directors may delegate specific duties and responsibilities to its officers as prescribed in the Corporation's By-Laws.



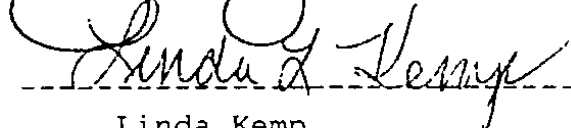
Karl Nurse



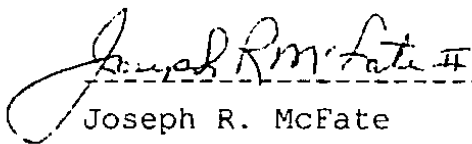
John F. Gilbert




John Brielmaier, III



Linda Kemp



Joseph R. McFate




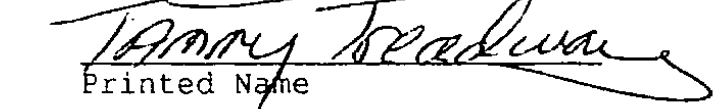
Julie Holt

State of Florida
County of Pinellas

The foregoing instrument was acknowledged before me by means of Physical Presence or online notarization, this e 12th day of 2021 by Karl Nurse, Jack Gilbert, John Brielmaier, III, Linda Kemp, Joseph McFate and Julie Holt, Directors of Suncoast Sustainable Corporation, at 2139 NE Coachman Rd, Clearwater, FL, on behalf of the company, who is personally known to me or has produced _____ as identification.



Tammy N. Treadway
Comm. #GG930446
Expires November 18, 2023
Bonded Thru Aeron Notary


Notary Signature

Printed Name

Prepared by:

Tammy N. Treadway
8118 36th Ave. N.
St. Petersburg, FL 33710

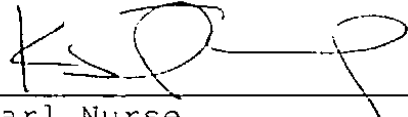
RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following acknowledgement is submitted in compliance with said Act:

That Suncoast Sustainable Corporation, desiring to organize under the laws of the State of Florida with its principal office at 2139 NE Coachman Rd., in the City of Clearwater, County of Pinellas, State of Florida, has named Karl Nurse, as it's agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



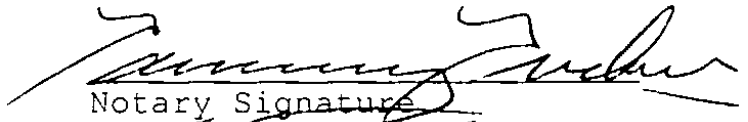
Karl Nurse

STATE OF FLORIDA
COUNTY OF PINELLAS

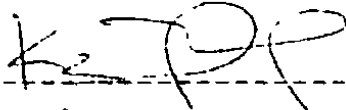
The foregoing instrument was acknowledged before me by means of Physical Presence or online notarization, this e 12th day of 2021 by Karl Nurse, a person to me known to be the person heretofore described in and who executed the foregoing acknowledgement and who acknowledged to and before me that he executed the same for the purpose therein expressed. Who is personally known to me or has produced _____ as identification.



Tammy N. Treadway
Comm. #GG930446
Expires November 16, 2023
Bonded Thru Aaron Notary


Notary Signature
Tammy Treadway
Printed Name

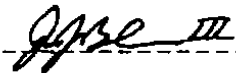
The affairs of the Corporation shall be managed by its Board of Directors, who shall be elected by the members of the Corporation in the manner and serve for the term prescribed in the By-Laws of the corporation. The Board of Directors may delegate specific duties and responsibilities to its officers as prescribed in the Corporation's By-Laws.



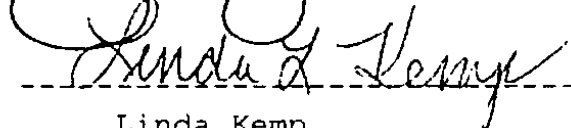
Karl Nurse



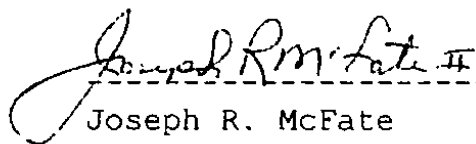
John F. Gilbert



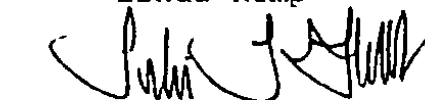
John Brielmaier, III



Linda Kemp



Joseph R. McFate



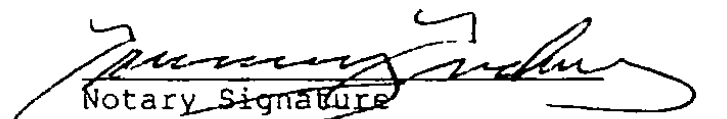
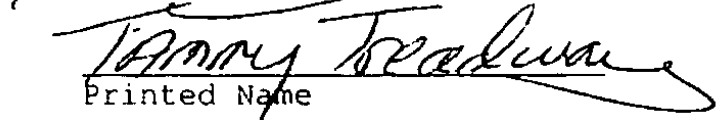
Julie Holt

State of Florida
County of Pinellas

The foregoing instrument was acknowledged before me by means of Physical Presence or online notarization, this e 12th day of 2021 by Karl Nurse, Jack Gilbert, John Brielmaier, III, Linda Kemp, Joseph McFate and Julie Holt, Directors of Suncoast Sustainable Corporation, at 2139 NE Coachman Rd, Clearwater, FL, on behalf of the company, who is personally known to me or has produced _____ as identification.




Tammy N. Treadway
Comm. #GG930446
Expires November 18, 2023
Bonded Thru Aeron Notary


Notary Signature

Printed Name

Prepared by:

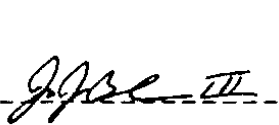
Tammy N. Treadway
8118 36th Ave. N.
St. Petersburg, FL 33710

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Karl Nurse

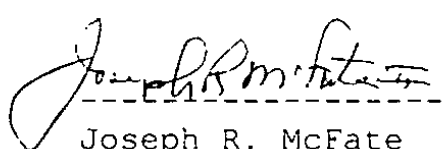
John F. Gilbert



John Brielmaier, III



Linda Kemp



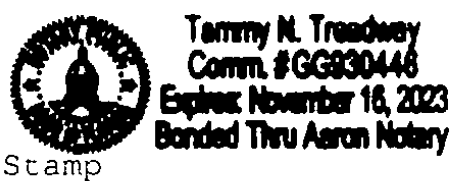
Joseph R. McFate

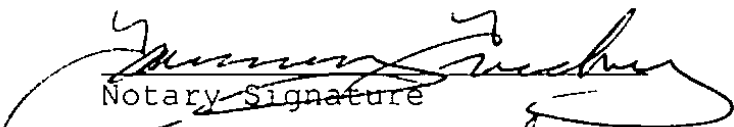


Julie Holt

State of Florida
County of Pinellas

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Notary Signature
Tammy Treadway
Printed Name

Prepared by:

Tammy N. Treadway
8118 36th Ave. N.
St. Petersburg, FL 33710