

NAI 0000 13106

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

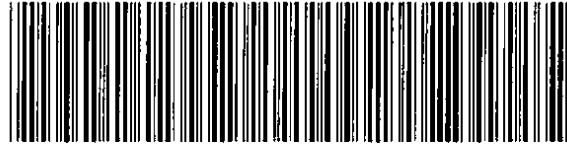
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100417129271

STATE OF FLORIDA  
2023 NOV 16 PM 12:50

FILED



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 17, 2023

CSC  
ALEXXIS WEIALND-SORENSEN

SUBJECT: THE HOUSING ALLIANCE, INC.

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for THE HOUSING ALLIANCE, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Our records show no entity by this name.

Please return 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) 245-6050.

Tammi Cline  
Regulatory Specialist II Supervisor

Letter Number: 523A00026735

2023 NOV 16 PM 12:50

**FILED**

DIVISIONS OFFICE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

2023 NOV 28 AM 11:31

**RECEIVED**



CSC - Tallahassee  
1201 Hays Street  
Tallahassee, FL 32301-2607  
850-558-1500, Ext: 61592

To: Department Of State, Division Of Corporations  
From: Alexxis Weiland-Sorenson  
Ext: 61592  
Date: 11/17/23  
Order #: 1320051-1  
Re: The Housing Alliance, Inc.  
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Amount to be deducted from our State Account: \$35.00 - FL State Account Number:  
I20000000195

Authorization:

Please take the following action:

File in your office on basis  
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

2023 NOV 16 PM 12:50

FILED

**COVER LETTER**

Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

2023 NOV 16 PM 12:50

**FILED**

**SUBJECT:** Collier County Community Land Trust-Master, Inc.  
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

\$35.00 Filing Fee  
 \$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy  
 \$52.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** Dentons Cohen & Grigsby P.C.  
Name (Printed or typed)  
625 Liberty Ave  
Address  
Pittsburgh PA 15222  
City, State & Zip  
4122974900  
Daytime Telephone number  
michael@collierhousing.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the document.**

**RESTATED ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME Collier County Community Land Trust-Master, Inc.  
The name of the corporation is: \_\_\_\_\_

ARTICLE II RESTATED ARTICLES Please see attached.  
The text of the Restated Articles is as follows: \_\_\_\_\_

\_\_\_\_\_  
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ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change                      PT      John Doe  
 Remove                      V      Mike Jones  
 Add                              SV      Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

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 2023 NOV 16 PM 12:50  
 STATE OF MISSISSIPPI  
 CLERK OF SUPREME COURT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

\_\_\_\_\_  
Required Signature/Registered Agent

\_\_\_\_\_  
Date

**ARTICLE VI ARTICLE CONSOLIDATION**

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

**ARTICLE VII REQUIRED ADOPTION INFORMATION**

**Adoption of Amendment(s) (CHECK ONE)**

These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was \_\_\_\_\_, and the votes cast were sufficient for approval

These restated articles of incorporation were adopted by the board of directors.

**FILED**  
2023 NOV 16 PM 12:51  
TALLAHASSEE, FL

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Dated: 11/16/2023

Signature: Stephen Hruby  
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Stephen Hruby  
(Typed or printed name of person signing)

Chair  
(Title of person signing)

FILED  
2023 NOV 16 PM 12:51  
DEPT OF STATE



AMENDED AND RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

**ARTICLE I NAME**

The name of the corporation is **The Housing Alliance, Inc.** ("Corporation")

**ARTICLE II PRINCIPAL OFFICE ADDRESS**

The Corporation's principal office address is:

3200 Bailey Lane, Suite #109  
Naples, FL 34105

**ARTICLE III PURPOSES**

The Corporation is incorporated under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, and the purposes for which the Corporation is organized and shall be operated are exclusively charitable, scientific, literary, and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"). In furtherance of these purposes but not in limitation thereof, the Corporation may exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations. However, in all events, the Corporation shall operate exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Code.

Notwithstanding any other provision set forth therein:

- (a) The Corporation shall serve as a resource for the affordable housing community within Southwest Florida by developing, financing, and advocating for housing affordability, as well as provide leadership and coordination among private and public partners.
- (b) No substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence legislation, and 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.
- (c) 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 and to make payments and distributions in furtherance of the purposes set forth herein.
- (d) The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income taxation under Section 501(a) of the Code, as an organization described in Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws or (ii) by a corporation, contributions to which are deductible for federal income tax purposes.
- (e) The Corporation shall not merge or consolidate with any corporation unless the successor corporation is an exempt organization under Section 501(c)(3) of the Code.

**ARTICLE IV OPERATION AND MANNER OF ELECTION**

The business and affairs of the Corporation shall be managed by or under the direction of a board of directors of the Corporation. The number, term of office, method of selection and manner of removal of the board of directors shall be as set forth in the Bylaws of the Corporation as may be amended from time to time.

**ARTICLE V REGISTERED AGENT AND STREET ADDRESS**

FILED  
2023 NOV 16 PM 12:51  
CLERK OF CIRCUIT COURT  
NAPLES COUNTY FLORIDA

The name and Florida street address of the Corporation's registered agent shall be Michael Puchalla, 3200 Bailey Lane, Suite #109, Naples, Florida 34105.

*Having been named as registered agent to accept service of process for the above stated corporation at that place designated in this certificate, I am familiar with and accept the appointment as registered*

DocuSigned by:  
Michael Puchalla  
619FB1075263477...  
Registered Agent Signature

*in this capacity.*

11/16/2023

Date

**ARTICLE VI CORPORATE DURATION**

The Corporation shall have perpetual existence unless sooner dissolved by law.

**ARTICLE VII PECUNIARY GAIN OR PROFIT**

The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

**ARTICLE VIII DIRECTORS AND OFFICERS**

The names and addresses of the persons currently serving as directors and officers of the Corporation are as follows:

Stephen Hruby, Chair  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Mary Jo Diegel, Vice Chair  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Todd Sabin, Treasurer  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Cynthia Valenti Smith, Secretary  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

David Ellis, Director  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Jenna Buzzacco-Foerster, Director  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Michelle McLeod, Director  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

Sean Murphy, Director  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

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2023 NOV 16 PM 12:51  
CLERK OF DISTRICT COURT  
NAPLES, FL

Tara Fedorko, Director  
3200 Bailey Lane, Suite #109  
Naples, FL 34105

2023 NOV 16 04:25:51

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**ARTICLE IX INDEMNIFICATION**

The Corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Section 617.0831, intended that the Corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Section 617.0834 and other similar laws.

**ARTICLE X DISSOLUTION**

In the event the Corporation is dissolved or liquidated, the board of directors, after paying or making provision for payment of all of the known liabilities of the Corporation, shall distribute the Corporation's property and assets to an organization recognized as exempt with the meaning of Section 501(c)(3) of the Code. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such exempt purposes to such organization or organizations as said court shall determine, which are organized exclusively for such purposes.

**ARTICLE XI AMENDMENT**

The articles of incorporation shall only be amended, altered and repealed, and new articles may be adopted by the board of directors and in accordance with the Bylaws of the Corporation.

**ARTICLE XII ARTICLE CONSOLIDATION**

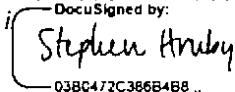
These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

**ARTICLE XII EFFECTIVE DATE**

The effective date of these Restated Articles of Incorporation shall be the date of filing with the Department of State of the State of Florida.

These restated articles of incorporation were adopted by the board of directors at a meeting held on November 13, 2023.

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information in a document to the Department of State constitutes a third degree felony as provided for*

DocuSigned by:  
  
038C472C386B4B8 ..

11/16/2023

Signature

Date

Stephen Hruby

Chair

Name of Person Signing

Title