

# PROGRESSIVE MANAGEMENT

*of America, Inc.*



January 20, 1998

To: Florida Department of State  
Division of Corporations  
Amendment Section

From: Blackwater Housing Corporation  
Michael G. Kent

Subject: Amendments to Articles of Incorporation

FILED  
98 JAN 21 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed please find amended Articles of Incorporation for the above named Corporation, along with a check in the amount of \$87.50. Please return a certified copy of the amended documents to us at your earliest convenience.

Michael G. Kent

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-01/21/98-01101-002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

corplet

*Amend*

TLL JAN 22 1998

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

FILED  
98 JAN 21 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BLACKWATER HOUSING CORPORATION

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE III ADDED HEALTH CARE RELATED FACILITIES AND GOVERNMENTAL FACILITIES.

ARTICLE VII BOARD OF DIRECTORS - UPDATED

**SECOND:** The date of adoption of the amendment(s) was: OCTOBER 7, 1997

**THIRD:** Adoption of Amendment (CHECK ONE)

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

BLACKWATER HOUSING CORPORATION

Corporation Name

MICHAEL G. KENT  
Signature of Chairman, Vice Chairman, President or other officer

MICHAEL G. KENT

Typed or printed name

ASST SEC

Title

JANUARY 20, 1998

Date

**ARTICLES OF INCORPORATION**  
**OF**  
**BLACKWATER HOUSING CORPORATION**

**Article I-Name**

The name of this Corporation is Blackwater Housing Corporation.

**Article II-Duration**

This Corporation shall have a perpetual existence commencing on the date of signing of the Articles of Incorporation.

**Article III-Purpose and Powers**

Purposes. The purpose for which this Corporation is organized are exclusively public and charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and shall include, without limitation, acting as an instrumentality for units of local government (the "Local Governments") for Federal income tax purposes and otherwise promoting community interest and welfare and lessening burdens of government in providing governmental services and in furtherance of the policies of the local Governments to provide housing for persons of low and modest means, to promote neighborhood and community redevelopment within the local Governments, to provide housing affordable to members of the United States Armed Forces, to assist in delivering governmental services, to provide for the elderly and handicapped requiring assisted living, independent living, or congregate living or life care facilities including, but not limited to, providing services to those persons in their homes, to provide for nursing home facilities, subacute health care facilities, hospitals, clinics or similar health care facilities, and to otherwise assist in furthering the Local Governments policies of providing for persons of low and modest means, including members of the United States Armed Forces and of promoting the economic development of the Local Governments.

Powers. This Corporation shall have all of the powers permitted to a not for profit corporation under the Florida Not For Profit Corporation Act as amended, appearing as Chapter 617 of Florida Statutes.

The Corporation shall construct, own, operate, rent, and finance projects and buildings and offices dedicated to the provision of governmental and social services for the citizens and residents of Local Governments, whether within or without the State of Florida, may borrow money and issue bonds from time to time to do so, may receive contributions, and may do all other things necessary in connection therewith, but shall not have other activities.

**Article IV-Initial Principal Office**

The street address and mailing address of the initial principal office of this Corporation is 348 Miracle Strip Parkway, Suite 13, Fort Walton Beach, Florida 32458.

#### **Article V-Membership**

The Corporation shall have no members.

#### **Article VI- Registered Office and Registered Agent**

The street address if the initial registered office of this Corporation is 348 Miracle Strip Parkway, Suite 13, Fort Walton Beach, Florida 32548, and the name of the initial registered agent of this Corporation at this address is Michael G. Kent.

#### **Article VII-Board of Directors**

Number. This Corporation shall have three directors. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three.

Members of Board. The name and address of the directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified, are:

Gene Davis  
5988 Hwy 90, Suite 4231  
Milton, Florida 32583

John Miller  
P.O. Box 605  
Milton, Florida 32572

Hal Danley  
6461 Hwy 90, Suite A  
Milton, Florida 32570

Ira Mae Hewatt  
200 Willing Street  
Milton, Florida 32570

Ike Northrop  
5875 Northup Road  
Milton, Florida 32570

#### **Article VIII-Incorporator**

The name and address of the person signing these article are:

Michael G. Kent  
348 Miracle Strip Parkway, Suite 13  
Fort Walton Beach, Florida 32548

#### **Article IV-Nonstock Basis**

This Corporation shall be operated on a Nonstock basis as not for profit corporation.

#### **Article X-Prohibited Activities**

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private persons, except that this Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof, and make distributions to the Federal, State or Local government for exclusively public purposes (or as they may designate) if not prohibited by contract.

No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provisions of any future United States Internal Revenue Law and (b) a corporation contributions to which are deductible under Section 170(c)(1) of the Code, or any other corresponding provisions of any further United States Internal Revenue Law.

#### **Article XI-Dissolution**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state, or local government for public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purpose.

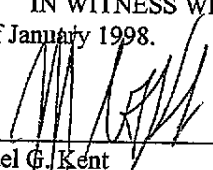
#### **Article XII-Indemnification**

Every director and every officer of the Corporation shall be indemnified by this Corporation to the full extent permitted by law against all expenses and liabilities, including attorney's fees in trial and appellate proceedings or any settlement thereof, reasonably incurred by or imposed upon them in connection with any proceedings to which they may be a party, or in which they may become involved, by reason of their being or having been director or officer of this corporation, whether or not they are directors or officers at the time such expenses are incurred, unless the liability of the director or officer in question is adjudged by decision of court to result from the gross negligence or willful misconduct or other officer or director in the performance of his duties; provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of this corporation. The foregoing right of indemnification shall be in addition to and shall not be exclusive of all rights to which said director or officer may be entitled.

#### **Article XIII-Amendment**

These Articles of Incorporation may be amended in accordance with the Florida Not For Profit Corporation Act, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 20 day of January 1998.

  
\_\_\_\_\_  
Michael G. Kent

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me on this 23 day of December, 1997 by Michael G. Kent, who is personally known to me or whom has produced self as identification.

Sandra G. Cusumano  
Notary Public-State of Florida

Stamp:



SANDRA G. CUSUMANO  
My Comm Exp. 10/27/98  
Bonded By Service Ins  
No. CC417050  
☒ Personally Known ☐ Other I.D.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

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

First- That Blackwater Housing Corporation desiring to organize under laws of the State of Florida with its principal office in the city of Fort Watlon Beach, Florida, has named Michael G. Kent located at 348 Miracle Strip Parkway, Site 13, Fort Watlon Beach, Florida 32548, as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

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

Dated this 20th day of January 1998.

By: [Signature]  
Michael G. Kent  
Registered Agent

bhccorp