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LAW OFFICES
BOUTWELL & CONNICK
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
P.O. BOX 1186
411 EAST HILLSBORO BOULEVARD
DEERFIELD BEACH, FLORIDA 33441

ROBERT E. BOUTWELL, P.A.
A. THOMAS CONNICK, P.A.

TELEPHONE:
(954)428-0300

April 15, 1999

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-04/19/99--01120--014
*****78.75 *****78.75

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Not for Profit Corporation: Incorporation of "Deerfield Beach
Affordable Housing Corporation."**

Ladies and Gentlemen:

Enclosed please find the following with reference to the above corporation:

- 1). Original and one copy of Articles of Incorporation.
- 2). Original and one copy of Certificate Designating Resident Agent.
- 3). Check in the amount of \$78.75 to cover the Charter Tax, Filing Fee, Certified Copy of Articles of Incorporation and Resident Agent Fee.

Please file the originals and return a Certified Copy to me.

If you have any questions, please contact me.

Sincerely,

A. Thomas Connick
A. THOMAS CONNICK

Encls.

FILED
99 APR 19 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
Deerfield Beach Affordable Housing Corporation
a Florida Not for Profit Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, under the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be "Deerfield Beach Affordable Housing Corporation."

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The purposes for which this corporation is established and organized are exclusively charitable, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or any corresponding future United States Internal Revenue Law. Among those purposes are to provide affordable housing to low to moderate income persons, whose housing needs are desired to be addressed by this corporation. The corporation's emphasis is to be directed primarily, but not limited, to the low and moderate income communities of Deerfield Beach, of Broward County and of Southeast Florida. Consistent with this not for profit purpose, this not for profit corporation may engage in any activity or business permitted under the laws of the

United States and the State of Florida, including those powers enumerated in F.S. 617.0302, but shall in no event carry on any activity not permitted to be carried on by an organization exempt from Federal Income Tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or any corresponding future United States Internal Revenue Law. To the extent permitted by law and consistent with the corporation's not for profit status, and within the discretion and majority vote of a quorum of the Board of Commissioners, the net earnings of this corporation which are not specifically earmarked for the programs under this corporation may be paid to the Deerfield Beach Housing Authority.

ARTICLE IV

The corporation shall not issue shares of stock and shall not distribute any part of its income to its Board of Directors which are known as its Board of Commissioners; provided, however, that the corporation may reimburse its Board of Commissioners for reasonable expenses incurred and may compensate its executive director and employees for services rendered.

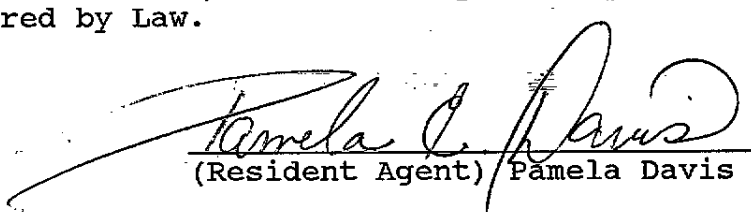
ARTICLE V

The street address of this corporation's initial principal office is, as follows: 533 South Dixie Highway, Deerfield Beach, Broward County, Florida. The initial registered agent at that address, together with her acceptance is Pamela Davis.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to

post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.


(Resident Agent) Pamela Davis

Unless otherwise designated, the registered agent of this corporation shall be the then current Executive Director of the Deerfield Beach Housing Authority.

ARTICLE VI

The business of the corporation shall be conducted by a Board of Directors, which shall be known as the Board of Commissioners. The method of selection of a Commissioner to the Board is that selection is concurrent with membership as a Board of Commissioner of the Deerfield Beach Housing Authority. A member in good standing as a Commissioner of the Deerfield Beach Housing Authority is also automatically a member of the Board of Commissioners of this not for profit corporation. Termination of a person as a member of the Board of Commissioners of the Deerfield Beach Housing Authority automatically terminates that person's membership as a member of this corporation's Board of Commissioners. The initial Board, to be determined by the By-Laws, shall never be fewer than five (5).

ARTICLE VII

The initial Board of Commissioners shall consist of the following members, and the name and street address of the initial

Board of Commissioners, who shall hold office concurrent with their respective membership as a Board of Commissioner of the Deerfield Beach Housing Authority, is, as follows:

<u>NAME</u>	<u>ADDRESS</u>
Commissioner Stephen Gonot	3944 NW 2d Court Deerfield Beach, FL 33442
Commissioner Keith Emery	10 Fairway Drive #301 Deerfield Beach, FL 33441
Commissioner Jay Finkelstein	425 NW 1st Terrace #422 Deerfield Beach, FL 33441
Commissioner Greg W. Phillips	5308 Garfield Road Delray Beach, FL 33481
Commissioner Polly Wilkie	11131 Taft Street Pembroke Pines, FL 33026
Chief Steve Canfield	Broward Sheriff's Office 300 NE 2d Street Deerfield Beach, FL 33441
Commissioner A. Thomas Connick	12280 NW 39th Place Coral Springs, Florida 33065

The Corporation shall indemnify any person who is or was a Board of Commissioner to the fullest extent permitted by law.

ARTICLE VIII

The name and street address of the incorporator of this corporation is, as follows:

<u>NAME</u>	<u>ADDRESS</u>
A. Thomas Connick	411 East Hillsboro Boulevard Deerfield Beach, Florida 33441

ARTICLE IX

The initial By-Laws of this corporation shall be adopted by the Board of Commissioners. The By-Laws may be amended from time to time by the Board of Commissioners.

ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

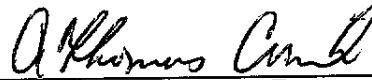
ARTICLE XI

In the event of the dissolution or final liquidation of this corporation, all remaining assets shall be distributed to the Deerfield Beach Housing Authority, provided such can be done in a manner so as not to adversely effect the status of the Deerfield Beach Housing Authority and so as not to create any undesired liabilities by the Deerfield Beach Housing Authority. Before such distribution is permitted, the Deerfield Beach Housing Authority must vote by a majority vote of quorum of its Board of Commissioners to accept such distribution.

ARTICLE XI

In accordance with Florida Statutes 617.0203(1), the effective date for commencement of corporate existence shall be immediately upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the Incorporator hereto has hereunto
affixed his hand and seal this 15th day of April, 1999.



A. Thomas Connick

STATE OF FLORIDA :

COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this April
15, 1999, by A. Thomas Connick, who is personally known to me and
who did take an oath.

NOTARY PUBLIC



State of Florida at Large
(Seal)

Print Name: Lori Ann Williams

My Commission Expires:



Lori Williams
MY COMMISSION # CC755685 EXPIRES
September 29, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with
Chapter 48.091, Florida Statutes:

[Name of Corporation] **"Deerfield Beach Affordable Housing Corporation"**, a corporation organized (or organizing) under the laws of the State of Florida with it's principal office at 533 South Dixie Highway, Deerfield Beach, Broward County, Florida, has named Pamela Davis, located at:
533 South Dixie Highway, Deerfield Beach, Broward County, Florida (Street Address & Number of Bldg., P.O. Box address not acceptable), State of Florida, as its agent to accept service of process within this state.

OFFICERS:

None: This not for profit corporation is to be run by a Board of Directors that is to be known as the Board of Commissioners

DIRECTORS (COMMISSIONERS)

NAME	SPECIFIC ADDRESS
Commissioner Stephen Gonot	3944 NW 2d Court Deerfield Beach, FL 33442
Commissioner Keith Emery	10 Fairway Drive #301 Deerfield Beach, FL 33441
Commissioner Jay Finkelstein	425 NW 1st Terrace #422 Deerfield Beach, FL 33441
Commissioner Greg W. Phillips	5308 Garfield Road Delray Beach, FL 33481
Commissioner Polly Wilkie	11131 Taft Street Pembroke Pines, FL 33062
Chief Steve Canfield	Broward Sheriff's Office 300 NE 2d Street Deerfield Beach, FL 33444
Commissioner A. Thomas Connick	12280 NW 39th Place Coral Springs, Florida 33065

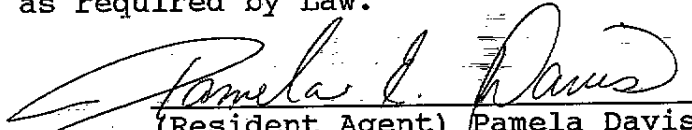
By: A. Thomas Connick

(incorporator)

FILED
99 APR 19 AM 9:34
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.


(Resident Agent) Pamela Davis

Filing Fee: \$3.00

FILED
99 APR 19 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA