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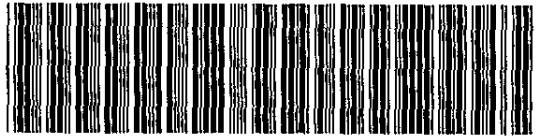
(Business Entity Name)

(Document Number)

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

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06 JAN 25 PM 3:52  
TALLAHASSEE FLORIDA

**LAW OFFICE OF  
ROBERT G. FEGERS, P.L.**  
a professional limited liability company

Time Square Building  
340 West Central Avenue, Suite 330  
Winter Haven, Florida 33880

Mailing Address:  
Post Office Box 7692  
Winter Haven, Florida 33883-7692  
Telephone (863) 294-3600

January 24, 2006

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Via UPS 1ZF2317V2210005492

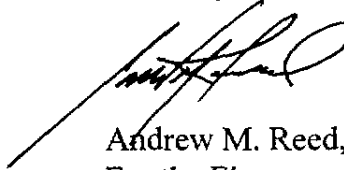
RE: Articles of Incorporation:  
WINTER HAVEN HOUSING DEVELOPERS, INC. (not-for-profit)  
LAKESIDE TERRACE WHHA PARTNERS, INC. (for profit)  
LUCERNE TERRACE WHHA PARTNERS, INC. (for profit)

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for each of the three referenced corporations to be filed with the Secretary of State. Also enclosed is firm check No. 2213 in the amount of \$262.50 to cover the filing fees for all three corporations (\$35 filing fee; \$35 designation of registered agent; \$8.75 certified copy; \$8.75 certificate of status; totaling \$87.50 each). Please return all correspondence concerning this matter to Andrew M. Reed, Esquire, Robert G. Fegers, P.L., Post Office Box 7692, Winter Haven, Florida 33883-7692.

Should you have any questions, or need additional information, please feel free to call me at 863-294-3600.

Sincerely,



Andrew M. Reed, Esq.  
For the Firm

Encls.

cc: Mack Horne, Executive Director WHHA (w/encls.)  
AMR/pc

## ARTICLES OF INCORPORATION

These Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States and the State of Florida, desiring to form a Not for Profit Corporation in compliance with Chapter 617, Florida Statutes, governing the formation of Not for Profit Corporations in the State of Florida, do hereby certify:

### ARTICLE I NAME

The name of the Corporation shall be WINTER HAVEN HOUSING DEVELOPERS, INC., a Florida not for profit corporation (the "Corporation").

### ARTICLE II PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Corporation shall be:

<u>Mailing Address</u>	<u>Street Address</u>
2670 Avenue C SW Winter Haven, FL 33880	2670 Avenue C SW Winter Haven, FL 33880

### ARTICLE III PURPOSE

The Corporation is hereby organized exclusively for such nonprofit, charitable and/or educational purposes as will qualify the Corporation as an exempt organization under section 501(c)(3) or the corresponding section of any future federal tax code. More specifically, the purpose of the Corporation shall be to provide and develop affordable housing opportunities to low and moderate income persons and/or families and to act as an instrumentality of the Winter Haven Housing Authority and solicit funds on its behalf to benefit and support the programs and goals of the Authority.

### ARTICLE IV MEMBERS

The Corporation shall have no members and no stockholders.

### ARTICLE V EXISTENCE

The existence of the Corporation shall be perpetual.

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TALLAHASSEE, FLORIDA

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## ARTIVLE VI DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors, which shall consist of the following five (5) members.

Name	Address
Perry Burnham President	1109 11 <sup>th</sup> Court, NE Winter Haven, FL 33881
John Corbett, Vice President	1101 1 <sup>st</sup> Street South Winter Haven, FL 33880
Sidney Bell Director	2204 Second Street, NE Winter Haven, FL 33881
Jimmie Lee Hudson Director	1905 Brown Street, NE Winter Haven, FL 33881
Judy Hudson Director	398 Orrin Circle, NE Winter Haven, FL 33881\

## ARTICLE VII ELECTION OF DIRECTORS

The Directors of the Corporation shall be elected as provided in the By-Laws of the Corporation.

## ARTICLE VIII REGISTERED AGENT

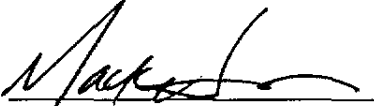
The name and Florida street address of the initial registered agent of the Corporation in the State of Florida is:

Executive Director, Winter Haven Housing Authority  
Mack Horne  
2670 Avenue C SW  
Winter Haven, Florida 33880

### Statement Accepting Appointment

Having been named as the registered agent and to accept service of process for the above stated not-for-profit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating

to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes.

  
Mack Horne,  
Registered Agent

#### **ARTICLE IX INCORPORATOR**

The name and Florida street address of the Incorporator is:

Executive Director, Winter Haven Housing Authority  
Mack Horne  
2670 Avenue C SW  
Winter Haven, Florida 33880

#### **ARTICLE X NOT FOR PROFIT**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its officers, directors, 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 in Article III hereof. No substantial 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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

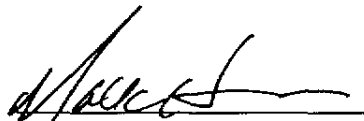
#### **ARTICLE XI DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a 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 Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII EFFECTIVE DATE**

The Effective Date of these Articles of Incorporation shall be the date of its filing.

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation, at Winter Haven, Florida, on this 24<sup>th</sup> day of January, 2006.

  
Mack Horne,  
Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

Sworn to and subscribed before me this 24<sup>th</sup> day of January, 2006,  
by Mack Horne, personally known to me, or having  
provided the following proof of identification  
, I.D. No. \_\_\_\_\_.

  
Notary Public – State of Florida

(SEAL)



Patricia A. Christman  
My Commission DD204490  
Expires May 12, 2007

FILED  
06 JAN 25 PM 3:52  
CLERK OF STATE  
TALLAHASSEE, FLORIDA