



L99000007703

ACCOUNT NO. : 072100000032

REFERENCE : 762970 4133D

AUTHORIZATION :

COST LIMIT : \$ 55.00

Patricia Pigute

ORDER DATE : September 27, 2002

ORDER TIME : 1:42 PM

ORDER NO. : 762970-005

500008082585--9

CUSTOMER NO: 4133D

CUSTOMER: Ms. Betty Keith
Stearns Weaver Miller Weissler
Suite 1900
200 East Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME: SOVEREIGN PROPERTY GROUP, LLC

EFFECTIVE DATE:

BK

____ ARTICLES OF AMENDMENT
XX ____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell -- EXT# 1155

EXAMINER'S INITIALS:

FILED
02 SEP 27 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 SEP 27 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF
SOVEREIGN PROPERTY GROUP, LLC**

Pursuant to the provisions of Section 608.411, Florida Statutes, **SOVEREIGN PROPERTY GROUP, LLC**, a Florida limited liability company (the "Company"), which filed its Articles of Organization with the Department of State of the State of Florida on November 12, 1999 hereby adopts the following Amended and Restated Articles of Organization:

**ARTICLE I
NAME**

The name of the Limited Liability Company is Sovereign Property Group, LLC (the "Company").

**ARTICLE II
PURPOSE**

The Company is not formed for pecuniary profit or financial gain. The purposes for which the Company is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto) (the "Code"). Furthermore, the purposes for which the Company is organized are to be directly and predominantly for the benefit of, to perform the functions of, or to carry out the purposes of the Reliance Housing Foundation, Inc. ("Reliance"), a Florida not-for-profit corporation, in connection with its acquisition, construction, rehabilitation, development, and operation of affordable housing for low income and under privileged individuals and families. The activities of the Company, in connection with furthering its stated purposes, shall be limited to engaging in the acquisition, construction, rehabilitation and/or management of rental housing which is (i) to be owned by Reliance and its affiliates, entities in which Reliance and its affiliates materially participate, or other charitable organizations qualified under Section 501(c)(3) of the Code, (ii) located within the United States of America and (iii) intended for occupancy for persons of low income, elderly persons or other persons in need of safe and adequate housing consistent with and recognized as charitable by the Internal Revenue Service including without limitation Revenue Procedure 96-32.

The Company shall devote no substantial part of its time, money, effort or personnel to lobbying in any political campaign for or against any candidate for public office. However, this provision shall not prohibit the Company or its staff from drafting legislation, testifying before legislative committees or issuing general public appeals for the passage of laws in the public interest. Notwithstanding any other provision of these Articles, the Company shall not carry on any other activities not permitted to be carried on by companies exempt from federal income tax under Section 501(c)(3) of the Code.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Company is 516 N.E. 13th Street, Fort Lauderdale, Florida 33304.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Robert O. Jackson	516 Northeast 13 th Street Fort Lauderdale, Florida 33304

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22 SEP 2011 PM 2:49
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TALLAHASSEE, FLORIDA

ARTICLE V
MEMBERS

(a) The sole member of the Company as of the date of filing these Amended and Restated Articles of Organization is Reliance Housing Foundation, Inc.

(b) A member of the Company shall not cease to be a member of the Company upon the occurrence of an event specified in Florida Statutes Section 608.4237.

ARTICLE VI
MANAGEMENT COMMITTEE

The Company shall be a manager-managed company. The Management Committee shall be appointed as provided in the Operating Agreement of the Company as in effect from time to time.

ARTICLE VII
TERM

The Company shall have perpetual existence.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Company, the Member shall, after paying or making provision for the payment of all of the liabilities of the Company, dispose of all of the assets of the Company by contribution exclusively to Reliance Housing Foundation, Inc. or one or more organizations which themselves are an organization exempt from federal income tax under Section 501(c)(3) of the Code or to the federal, state or local government for exclusive public purpose.

ARTICLE IX
NO PERSONAL LIABILITY

The managers, officers and agents of the Company shall not be held personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official and authorized capacity. The Company shall indemnify all of its managers, officers, and agents and all of its former managers, officers and agents, to the fullest extent permitted by law.

ARTICLE X
PROHIBITION AGAINST PRIVATE BENEFIT

No part of the net earnings of the Company shall inure to the benefit of, or be distributable to its Managers, other private persons or for-profit corporations, except that the Company 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 II herein.

ARTICLE XI
AMENDMENTS

The Amended and Restated Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

The undersigned hereby certifies that the foregoing Amended and Restated Articles of Organization was duly approved and adopted by the sole Member and all of the Managers of the Company effective as of September 9, 2002.

Dated this 19th day of September, 2002.

RELIANCE HOUSING FOUNDATION, INC.,
a Florida not-for-profit corporation

By: _____

Name: ROBERT O. JACKSON
Title: President