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Division of Corporations  
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## To:

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## From:

Account Name : WICKMAN & WYCKOFF, P.A.  
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**FLORIDA NON-PROFIT CORPORATION****FLORIDA COALITION FOR HOUSING AND ECONOMIC DEVELOPME**

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**ARTICLES OF INCORPORATION  
FOR  
THE FLORIDA COALITION FOR HOUSING AND ECONOMIC DEVELOPMENT, INC.**

THE UNDERSIGNED INCORPORATOR, in accordance with the laws of the state of Florida, hereby subscribes to these Articles of Incorporation for the purpose of creating a corporation, which is not for profit in nature and purpose, and adopts the following Articles of Incorporation for such Corporation:

**ARTICLE 1  
NAME**

The Name of this Corporation shall be: FLORIDA COALITION FOR HOUSING AND ECONOMIC DEVELOPMENT, INC.

**ARTICLE 2  
PRINCIPAL OFFICE**

The principal mailing address shall be: 204 13<sup>TH</sup> STREET WEST, BRADENTON, FLORIDA 34205. The principal address for the office shall be: 204 13<sup>TH</sup> STREET WEST, BRADENTON, FLORIDA 34205

**ARTICLE 3  
PURPOSES**

This Corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

The general objectives and purposes of this Corporation shall be:

- (1) To increase housing opportunities, promote economic development, provide outreach education, build partnerships, and work closely with the municipal agencies in implementing the development plans and aspirations for Manatee and Sarasota counties.
- (2) To expand the opportunities to own, manage, and operate business enterprises in economically depressed areas; to assist residents and groups in developing entrepreneurial and managerial skills necessary for the successful operation of business enterprise; and to assist residents and groups in obtaining financial funding from other banks and the lending community.

Prepared By:  
John E. Wickman, Esq.  
Wickman & Wyckoff, P.A.  
4909 Manatee Avenue West  
Bradenton, FL 34209  
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Florida Bar No. 0046884

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(3) To develop adequate and affordable housing accommodations through construction and rehabilitation.

(4) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations or any kind or nature, such as corporations, firms, associations, trust, institutions, foundations, or government bureaus, departments or agencies.

(5) To have all other powers given not for profit corporations under the Laws of Florida.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

#### **ARTICLE 4 DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of at least three (3) Directors who shall be elected, qualified as to their membership and hold office in accordance with the provisions of the Bylaws.

#### **ARTICLE 5 INITIAL DIRECTORS**

The initial Board of Directors shall be as follows:

Gloria J. Besley  
6408 Stone River Road  
Bradenton, Florida 34203

Mercedes Pena-Seymour  
P.O. Box 18929  
Sarasota, Florida 34276

Lena M. Gainer  
4311 Fairfax Drive East  
Bradenton, Florida 34203

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## **ARTICLE 6 INDEMNITY**

To the fullest extent permitted by Chapters 607 and 617 of the Florida Statutes (hereinafter referred to as the "statutes"), as the same may be from time to time amended, but subject to all restrictions set forth therein, the Corporation shall indemnify, hold harmless, and advance expenses to, as defined in the statutes, any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the statutes, by reason of the fact that he or she is or was a director or officer of the Corporation, against liability as defined in the statutes, expenses as defined in the statutes and amounts paid in settlement incurred in connection with such proceeding, including any appeal thereof. This indemnification article shall specifically not apply to persons or entities who are or were employees or agents of the Corporation, but who are not or were not directors or officers of the Corporation.

## **ARTICLE 7 INCOME DISTRIBUTION AND DEDICATION OF ASSETS**

The Corporation is a not for profit corporation. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501(c)(3) purposes. 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.

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or 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.

## **ARTICLE 8 AMENDMENT OF THE ARTICLES**

These Articles may be altered, amended or repealed in whole or in part by a two-thirds vote of all of the Directors, provided that any such changes shall be consistent with the laws of Florida which define, limit or regulate the powers of the Corporation or the Directors of the Corporation. An Amendment, upon its approval by the Secretary of State of Florida, filing in the office of the said Secretary of State, and payment of all required filing fees, shall become and be taken as part of these Articles of Incorporation.

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**ARTICLE 9  
REGISTERED AGENT**

The name of the initial Register Agent is WICKMAN & WYCKOFF, P.A. The street address of the initial registered office of this Corporation is: 4909 Manatee Avenue West, Bradenton, Florida 34209. The Board of Directors may from time to time move the registered office to any other address in Florida.

**ARTICLE 10  
INCORPORATOR**

The name and address of each incorporator of this Corporation is : John E. Wickman, 4909 Manatee Avenue West, Bradenton, Florida 34209.

  
John E. Wickman, Incorporator

Having been named as registered agent and to accept service of process for the above stated 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.

Wickman & Wyckoff, P.A., a Florida  
professional service corporation

By:   
John E. Wickman, President

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