

Holland & Knight LLP

Requester's Name

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Address

Tallahassee, FL 32301 425-5675

City/State/Zip

Phone #

N000000004125

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. GMX Enterprise Communities, Inc
(Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) 100003300941--5
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3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy *Articles*
☐ Certificate of Status

NEW FILINGS

☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

SECRETARY OF STATE
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 22 AM 10:55

RECEIVED

Examiner's Initials: 2000

AFFIDAVIT IN SUPPORT OF NAME CHANGE

I, Debra Reyes, as President of GMN GULF COAST, INC., f/k/a GMN Enterprise Communities, Inc., a Florida non-profit corporation, declare as follows:

1. GMN Enterprise Communities, Inc., filed under document No: N97000003420 has adopted Articles of Amendments to change its name to GMN GULF COAST, INC. and has authorized its attorneys to file such Articles of Amendment with the Florida Secretary of State.
2. GMN Gulf Coast, Inc.. is aware that Lynn C. Washington is forming a new Florida non-profit corporation to be know as GMN Enterprise Communities, Inc.
3. GMN Gulf Coast, Inc. hereby releases any and all rights its may have to the name GMN Enterprise Communities, Inc. and authorizes the Florida Secretary to release the name for use immediately by the entity represented by the Lynn C. Washington, notwithstanding any statutory waiting period or requirement, to the extent any such requirement exist and may be waived by a corporation.

DATED this 11 day of APRIL, 2000.

Debra Reyes, President GMN Gulf Coast, Inc.
f/k/a as GMN Enterprise Communities, Inc.

STATE OF FLORIDA)
) ss:
COUNTY OF HILLSBOROUGH)

The foregoing instrument was acknowledged before me this 11 day of April, 2000 by Debra Reyes, as President of GMN Gulf Coast, Inc. f/k/a GMN Enterprise Communities, Inc., a Florida non-profit corporation. She is personally known to me, or has produced [Signature] as identification.



Carlos Toledo
Commission # **00 849249**
Expires **June 24, 2003**
Bonded Thru
Atlantic Bonding Co., Inc.

MLA1 #907290 v1



Carlos Toledo
Commission # CG 849243
Expires June 24, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

ARTICLES OF INCORPORATION

OF

**GMN ENTERPRISE COMMUNITIES, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned incorporator signs and delivers these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

**ARTICLE
I. NAME.**

The name of this corporation is:

GMN ENTERPRISE COMMUNITIES, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS.

The address of the principal office and the mailing address of the Corporation is:

300 N.W. 12th Avenue
Miami, Florida 33128

ARTICLE III. PURPOSES.

A. This corporation is organized and shall operate exclusively for educational, cultural, charitable and scientific purposes. The primary purpose of the corporation is to improve the communities of the State of Florida by acquiring and rehabilitating, or developing and constructing, housing units in the State of Florida for previously homeless individuals and families of modest means and to assist in the delivery of social services to the residents of the units to aid those individuals in re-establishing or maintaining themselves as self sufficient members of society and to engage in other community development activities that maintain or improve Florida's communities into safe, sanitary and decent communities. The purposes of the corporation shall however, be limited in all events to exempt purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986 as

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amended. Furthermore, this corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes. In furtherance of its exempt purposes the corporation may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on exempt activities.

B. As a means and incidental to accomplishing the purposes for which this corporation is being operated, it shall have the following powers:

(1) To solicit, accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated; and

(2) To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law; and

(3) To borrow money but only as authorized by its Board of Directors, and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the corporation, wherever situated; and

(4) To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift; and

(5) In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law.

C. Notwithstanding anything herein to the contrary, this corporation may exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended and its Regulations as the same now exist, or as they may be hereafter amended from time to time.

D. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

E. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

F. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to one or more organizations then described in Sections 501(c)(3) and 509(a)(1) or 509(a) (2) of

the Internal Revenue Code of 1986, as amended, or to the federal, state or local government for exclusively public purposes.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall exist perpetually.

ARTICLE V. DIRECTORS.

All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, the Board of Directors of the corporation. The Directors shall be elected as provided in the Bylaws.

ARTICLE VI. REGISTERED AGENT.

The name and address of the registered agent of the corporation is:

<u>Name</u>	<u>Address</u>
Lynn C. Washington	c/o Holland & Knight 701 Brickell Avenue, Suite 2800 Miami, Florida 33131

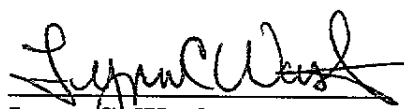
ARTICLE VII. INCORPORATOR.

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Lynn C. Washington	701 Brickell Avenue, Suite 3000 Miami, Florida 33131

Executed at Miami, Florida, this 20th day of JUNE, 2000.


Incorporator:


Lynn C. Washington

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **GMN ENTERPRISE COMMUNITIES, INC.**, the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 617.023.

Dated: JUNE 20, 2000


Lynn C. Washington

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