

TRANSMITTAL LETTER

NO1000004644

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: INFILL DEVELOPMENT CORPORATION
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200004270682--8
-05/18/01--01045--003
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARID GONZALEZ
Name (Printed or typed)

2600 DOUGLAS ROAD, SUITE 1100
Address

CORAL GABLES, FL. 33145
City, State & Zip

(305) 609-4252
Daytime Telephone number

FILED
01 JUL - 2 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

W01-11967

6



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 25, 2001

MARIO GONZALEZ
2600 DOUGLAS ROAD STE 110
CORAL GABLES, FL 33145

SUBJECT: INFILL DEVELOPMENT CORPORATION
Ref. Number: W01000011967

We have received your document for INFILL DEVELOPMENT CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Gina Bullock
Document Specialist
New Filing Section

Letter Number: 401A00032238

ARTICLES OF INCORPORATION

of

**INFILL DEVELOPMENT CORPORATION
(A Florida Not-For-Profit Corporation)**

FILED

01 JUL -2 PM 2:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be INFILL DEVELOPMENT CORPORATION (hereinafter called the "Corporation").

ARTICLE II

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of the Corporation shall be 2600 Douglas Road, Suite 1100, Coral Gables, Fl 33145.

ARTICLE III

PURPOSE

This Corporation is a not-for-profit corporation, organized for educational and various charitable purposes, including but not limited to the following:

1. To promote the development of adequate, lowcost and affordable housing to meet the needs of the poor and low- and moderate-income residents of South Florida;
2. To engage in the organization of non-profit (a) affordable housing developments with residential ownership, and (b) rental housing for homeless, moderate-income, and lower-income persons;
3. To provide the education, training and other related assistance necessary for low-income individuals and groups to become self-sufficient in order to own, manage, and operate housing and other related enterprises in South Florida;
4. To assist in obtaining the financial and other support required for the purposes of the Corporation;
5. To receive, administer, invest, sell, lease, or apply property in any form, or the income therefrom, for the purposes described herein; and
6. For the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as is or may be permitted by the laws of the State of Florida, Section 290.033 (2) , Florida Statutes, and Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

ARTICLE IV
MEMBERSHIP

Any individual 18 years of age or older who resides in Miami-Dade County is eligible for membership in the Corporation. Persons serving on the Board of Directors of this Corporation are automatically members without the need to submit an application for so long as they serve on said board.

Thereafter, at each annual meeting of the Board of Directors, the Board of Directors shall elect individuals to fill the then-existing vacancies on the Board. Each elected or appointed Director shall hold office for a term of three years and until a successor is elected, or until his earlier resignation, removal from office, or death.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Corporation is 2600 Douglas Road, Suite 1100, Coral Gables, FL 33145, and the name of the Corporation's initial registered agent at that address is Mario Gonzalez.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors consisting of no less than three nor more than five directors. The number of directors may be increased or decreased from time to time, in accordance with the Bylaws of the Corporation, but shall never be less than three. The names and addresses of the persons who shall serve as the initial directors of the Corporation is:

Mario Gonzalez	14255 N.W. 83 rd Path, Miami Lakes, FL 33016
Miladys Ollet	14255 NW 83 rd Path, Miami Lakes, FL 33016
Nancy Ollet	17061 SW 63 rd Court, Miramar, FL 33027

The foregoing Director shall serve until his successor is elected. The manner of election of directors shall be determined in the bylaws.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Mario Gonzalez	14255 N.W. 83 rd Path, Miami Lakes, FL 33016
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ARTICLE VIII
DISSOLUTION

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 to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes as consistent as possible with the purposes stated above in Article III and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IX
LIMITATIONS

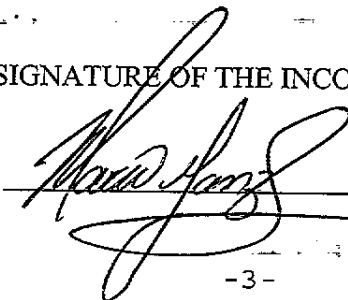
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable distributions in furtherance of any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1954), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X
DEFENSE AND INDEMNIFICATION
OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify, and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

The undersigned Incorporator has executed these Articles of Incorporation on this _____ day of _____, _____.

SIGNATURE OF THE INCORPORATOR



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
INFILL DEVELOPMENT CORPORATION

2. The name and address of the registered agent and office is:
MARIO GONZALEZ
14255 N.W. 83rd Path
Miami Lakes, FL 33016

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.

SIGNATURE _____

DATE 6- _____

FILED
01 JUL -2 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA