

# NO1000005202

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~~NON~~  
FLORIDA PROFIT CORPORATION OR P.A.

COMMUNITY LIFE DEVELOPMENT CORP.

Certificate of Status	0
Certified Copy	1
Page Count	10
Estimated Charge	\$78.75



**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

July 24, 2001

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SUBJECT: COMMUNITY LIFE DEVELOPMENT CORP.  
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Prepared By:  
Mercedes Lopez Cisneros, Esq.  
5511 S.W. 8 ST., Suite 202  
Miami, FL 33134

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ARTICLES OF INCORPORATION  
OF  
COMMUNITY LIFE DEVELOPMENT CORP.

" NON PROFIT "

I, the undersigned incorporator, for the purpose of forming a non-profit corporation under the Florida Not-For-Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME

The name, principal place of business and mailing address of the corporation shall be:

COMMUNITY LIFE DEVELOPMENT CORP.

5511 S.W. 8<sup>TH</sup> street, Suite 202-A, Miami, Fl. 33134

ARTICLE II  
NATURE OF BUSINESS

The specific purpose(s) for which the corporation is organized is(are):

The corporation is a non-profit corporation and shall have all of the power, duties, authorizations and responsibilities as provided in the Florida Not profit Corporation Act as may be necessary or appropriate to fulfilling the purposes for which the Corporation is organized. Notwithstanding any other provision of

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these Articles of Incorporation, the Corporation shall neither have nor exercise any power, nor shall it carry on any other activities not permitted to be carried on (a) by a corporation that is exempt from federal income tax Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended from time to time, or the corresponding provisions of any future United States Revenue Law (hereinafter referred to as the "Code"), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

The Corporation is organized exclusively for charitable purposes, including new constructions for sale, new constructions for rental property, and rehabilitation of existing properties for housing low and moderate income families as defined by the Department of Housing and Urban Development's regulations, with funds of State, City and County governments, funds from the Department of Housing and Urban Development, from private individuals and institutions. This organization will normally receive a substantial part of its support or funds in the form of Contributions from a governmental unit or from the general public as provided in Section 170(b)(1)(A)(vi).

The Corporation shall engage in any other activity necessary for The achievement of its objectives subject to restrictions of Chapter 617 of the Florida Statutes relating to corporations not For profit, other than those activities which might disqualify the Corporation under Section 501 ©(3) of the Internal Revenue

Code of 1986 and for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

No part of the net earning of the corporation shall inure to the Benefit of, or be distributable to its members, trustees, 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 the purposes set forth in the articles of this Corporation. 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, 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 the 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 the corresponding section of any future federal tax code.

This corporation shall not discriminate against any employee or Volunteer because of race, color, religion, creed, age, sex,

national origin, ancestry, sexual preference or handicap not affecting job performance, nor shall this Corporation discriminate against any client for these reasons.

This Corporation shall have perpetual existence. Upon 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.

Notwithstanding any other provisions of these Bylaws, the Corporation shall not carry on any activities not permitted to Be carried on by a corporation exempt from Federal Income Tax Under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the Corresponding provision of any United States Internal Revenue Law).

### ARTICLE III

The Corporation shall be governed by a board of directors

("The Board"). The Board shall be elected and serve in accordance with the terms of the by-laws of the Corporation. The Board shall consist of no fewer than three (3) members, Or, if larger, the number of members required by law.

ARTICLE IV  
ADDRESS

The initial street address in this State of the principal office of the corporation shall be:

5511 S.W. 8<sup>th</sup> St., Suite 202-A  
Miami, FL 33134

The Board of Directors may from time to time move the principal office to any other address in Florida.

The initial registered agent at such office is :

Mercedes Lopez Cisneros  
5511 S.W. 8<sup>th</sup> St., Suite 202-A  
Miami, FL 33134

ARTICLE V

The name and address of the incorporator is

Mercedes Lopez Cisneros, 5511 S.W. 8<sup>th</sup> St., Suite 202-A,  
Miami, Florida 33134

ARTICLE VI

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of the corporation, and any person who serves at the

request of the corporation, as a director or officer of any other corporation, from any against any and all claims and liabilities to which such person shall become subject by reason of this having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person of all legal and other expenses reasonably incurred by him in connection with any liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify, reimburse such person in any proper case even though not specifically herein provided for.

Nor contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors or the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors may be a member, may be party to, or



may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or if so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII  
INITIAL DIRECTORS

The name and addresses of the first Board of Directors and of the officers, who subject to the provisions of these Articles of Incorporation, By-Laws of this corporation, and the corporation laws of the State of Florida, shall hold office the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

NAME	TITLE
MERCEDES LOPEZ CISNEROS,	PRESIDENT

5511 S.W. 8<sup>TH</sup> STREET, MIAMI, FLORIDA 33134

MARIA A. CRISTANCHO

VICE-PRESIDENT

5971 S.W. 88<sup>TH</sup> ST., MIAMI, FLORIDA 33156

CHARO CRUZ

SECRETARY/TREASURER

460 Loretta Ave., Coral Gables, Fl. 33143

ARTICLE VIII  
OFFICERS

The officers of this corporation shall be a president, one vice-president, and a secretary/treasurer, and such other officers, agents, and factors as may be deemed necessary. All officers, agents and factors shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed by the By-laws or determined by the Board of Directors.

ARTICLE IX  
AMENDMENTS

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned incorporator has Executed these Articles of Incorporation as of the 23<sup>rd</sup> day of July, 2001.



Mercedes Lopez Cisneros

Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Community Life Development Corp., at the place designated in the article of Incorporation: I agree to act in this capacity and to comply With the provisions of all statutes relative to the proper and Complete performance of my duties and accept the duties and obligations of acting as registered agent pursuant to Section 617.0513 of the Florida Not For Profit Corporation Act.

Dated as of the 23<sup>rd</sup> day of July, 2001

*[Handwritten Signature]*

MERCEDES LOPEZ CISNEROS

The foregoing instrument was acknowledged before me on this 23<sup>rd</sup> day of July , 2001, by Mercedes Lopez Cisneros, to me personally known and who has taken the oath.

*[Handwritten Signature]*

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

Blanca Viera  
Commission # CC 763180  
Expires Sep. 21, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

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