

NO2000000323

TRANSMITTAL LETTER

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

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-01/14/02--01005--003
*****78.75 *****78.75

SUBJECT: The Housing and Development Association of South Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

02 JAN 11 PM 2:44
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: Haccord Curry, Esq.
Name (Printed or typed)

6633 Dahlia Drive
Address

Miramar, Fl 33023
City, State & Zip

(954) 964 3402
Daytime Telephone number

EFFECTIVE DATE
01-04-02

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

W02-1330
J 1/16

Articles of Incorporation for the Housing and Development Association of South Florida, Inc.

In accordance with Florida Statute 617 and IRS Code 501©(3) Rules governing a **Not For Profit Corporation**, the undersigned, the majority of whom are either citizens of the United States and/or residents of the State of Florida, desiring to form a Non-Profit Corporation under the aforementioned laws, do hereby certify.

ARTICLE I:

The name of this Corporation is the **Housing and Development Association of South Florida, Inc.**

ARTICLE II:

That no place in this state where the **principal office** of the corporation has yet been determined, but that until a location has been negotiated it shall be the residence of Haccord Curry, at 6633 dahlia Drive, Miramar Florida 33023. That after the corporation has sufficient assets then the director shall have sole discretion to determine where the office shall be located within the City of Miami in Dade county Florida.

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ARTICLE III: PURPOSE AND OBJECTIVES

The **purpose** of this Non-Profit Corporation, without limiting the generality of the foregoing shall be to provide quality housing to low income citizens, as well as promote economic and social development within economically depressed areas of the community by:

1. Economic Development
2. Manpower
3. Housing
4. Social Services
5. Community Development
6. To **assist public and private agencies** which seek to promote and preserve the welfare of the neighborhood and its inhabitants, and doing such other things as shall serve the social, economic and cultural welfare of the public.
7. To **sponsor and conduct conferences**, forums and institutes and other projects of public education in furtherance of the purposes and progress of the Corporation.
8. To **make inquiries, studies and surveys** and to carry on research generally consistent with the purposes of the Corporation; to publish and distribute, by sale, loan or gift, books, leaflets, pamphlets, papers and other documents setting forth information concerning these researches and the purposes,

EFFECTIVE DATE
01-04-02

ARTICLES OF INCORPORATION H.D.A.S.F.

- progress and activities of the corporation and to disseminate such information through any other medium of communication.
9. To **establish and maintain**, for the furtherance of the above-mentioned Corporation purposes and for the use of the general public resources for the collection and preservation of data on various aspects of racial and ethnic conditions.
 10. Notwithstanding any other provision hereof, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under section 501© (3) of the Internal Revenue Code and its regulations as they may exist or as they may hereafter be amended, or by any organization contributions to which are deductible under section 170© (2) of such Code and Regulations as they may now exist or as they may hereafter be amended.
 11. As a means of accomplishing the foregoing purposes, the Corporation shall have the following powers:
 - A. To **accept, acquire, receive, take and hold by bequest**, devise, grant gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind nature, or description and wherever situated.
 - B. To **sell, exchange, convey, 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.
 - C. To **borrow money**, and from time to time, to make accept, endorse, execute, 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. To secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon assignment in regard to all or any part of the property, rights, or privileges of the Corporation wherever situated. Whether now owned or hereafter to be acquired the execution of the aforementioned must not be in conflict with the provision of Section 501© (3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.
 - D. To **work in conjunction** with and to contract with for any purpose for which this Corporation is organized, agencies of the Government of the United States and the Statute of Florida and its counties and municipalities, and with all institutions licensed thereby, insured thereby and operating under the laws and regulations thereof, including but not limited to the United States Department of Urban Affairs and the Federal Housing Administration.

- E. In **general**, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a Corporation organized for the purposes herein above set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject to the further limitation and condition that, notwithstanding any other provision of this certificate, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under section 170(e)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.
- F. To secure funds for the preservation and renovation of building sites for public housing.

Note: these powers are subject to Board approval see by-laws and any such action wherein the transfer of fund takes place, it must bare the signature of the Executive Director and Program Director listed herein as Corporate Officers.

ARTICLE IV: TERM OF EXISTENCE

This Corporation shall be **effective** on the ~~4th~~ day of ~~Jan~~/2002 and can only be dissolved in the manor proscribed herein within the applicable statutory guideline of state and Federal law. (See. Article X)

ARTICLE V: BOARD OF DIRECTORS

The names and residences of the **initial trustees** are:

NAMES	RESIDENCE
1. Haccord Curry Esq.	6633 Dahlia Drive Miramar Florida, 33023 954-964-3402
2. Rene Varela	2899 Collins Avenue Miami Beach, Fl. Suite 521 305-695-8332
3. Jose A. Losa, Sr.	10876 S. W. 24 Terr. Miami Florida, 33165

305-225-6314

4. Haccord Curry/Representative N/A

That the **Trustee listed** herein shall be responsible for overseeing all of the initial activities of the corporation and that immediately after the ratification of the by-laws at the first board meeting the parties shall be officially certified as board members. That upon written notification that both local filings with the Secretary of the State and Federal filings with the IRS have been executed the members must convene within one month to ratify the by-laws and appoint corporate officers. That no Board member herein can be removed without cause, which shall be defined within the by-laws.

ARTICLE VI: OFFICERS

1. The **officers** of the Corporation shall be an Executive Director, Program Director, and such other officers as may be provided in the by-laws.
2. The first **Executive Director** and **Program Director** shall be appointed by the trustees and will serve for atleast two years before any removal can be effected by vote of the board.
3. All other officers shall be appointed by the Director and subject to 2/3-board approval, except that if the desenting member has just cause, such as evidence of prior misconduct or mismanagement then the appointment shall be void.

ARTICLE VII: BOARD OF DIRECTORS

1. The **Board of Directors** shall review the business affairs of this Corporation no less than every three months, which shall consist of **four(4) members** initially. The number of members may be increased from time to time, by the by-laws, but shall never be less than three. A vote to increase the board must be unanimous and it must be by the entire board.
2. The Board of Directors shall not be members of the Corporation, unless there is a unanimous vote of the entire board.
3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

ARTICLE VIII: BY-LAWS

1. The Board of Directors of this Corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes, as they may

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deemed necessary from time to time unless this power is changed by the by-laws.

2. The by-laws may be adopted, amended, altered or repealed by a majority vote of the members of the board, at any annual or special meeting called for such purpose providing that the purpose, date and place of the meeting is announced at least thirty (30) days prior to the date of said meeting. However three months after adoption it must be ratified a second time by a unanimous vote of the entire board.

ARTICLE IX: AMENDMENTS

1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a unanimous vote of the entire board.
2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws and stipulated herein, of intention to submit such amendments.

ARTICLE X

Upon the **dissolution** of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable or educational organizations which would then qualify under the provisions of Section 501© (3) of the Internal Revenue Code and its Regulations as they may now exist or as they may hereafter be amended. Each board member will decide to what charitable organization 1/4 of the assets existing at the time of dissolution shall be dispersed. But, all assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code, or corresponding future 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 distributed by a court of competent jurisdiction of the county of 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 for such purposes, except those funds that are the result of a grant which requires that they be returned to the original grantor if not used.

ARTICLE XI

Notwithstanding any other provision of these articles, this Corporation shall not carry on any other **activities not permitted** to be carried on by (a) 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 a Corporation contributions to which are

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deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law. That no part of the **net earnings** of the Corporation shall inure for the benefit of, or be distributed to its members, trustees, officials, 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 article herein. 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 publication or distribution of statements) any political campaigns on behalf of or in opposition to any candidate for public office.

ARTICLE XII: RESIDENT AGENT

That the **effective date** this Corporation is to come into being is Jan 4, 2002

I, Haccord Curry, Jr. Esq, having been named the **Registered Agent** to accept service of process for the above-stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

In witness whereof, we have hereunto subscribed our names this 20 day December of 2001.


Haccord Curry, Esq./Trustee and Registered Agent

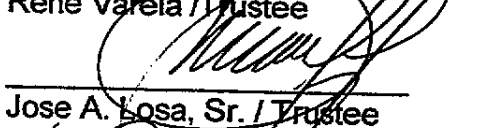
12/20/01
Date

All other listed parties are trustees and agree that they shall act in accordance as stipulated herein and adhere to the applicable laws. So attested to this 20th day of July 2001.

December

Rene Varela / Trustee

DEC 20/2001
Date


Jose A. Losa, Sr. / Trustee

12/20/2001
Date


Haccord Curry/Representative

12/20/01
Date

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