

No 200000413

TRANSMITTAL LETTER

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

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*****78.75 *****78.75

SUBJECT: NORTHEAST FLORIDA COMMUNITY DEVELOPMENT FINANCIAL INSTITUTION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Barbara Rovedo
Name (Printed or typed)

9143 Philips Highway Suite 350
Address

Jacksonville, FL 32256
City, State & Zip

(904) 363-6350
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 19 AM 11:21

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

Barbara GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art VIII
DATE 1-22-02
DOC. EXAM BC

1-23-02
WC

**ARTICLES OF INCORPORATION
OF
NORTHEAST FLORIDA COMMUNITY DEVELOPMENT FINANCIAL
INSTITUTION, INC.**

(A Corporation Not For Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 14 AM 11:22

The undersigned, for the purposes of forming a corporation not for profit under the Laws of Florida, hereby adopt the following Articles Of Incorporation:

ARTICLE I - NAME AND OFFICE

The name of this corporation is "NORTHEAST FLORIDA COMMUNITY DEVELOPMENT FINANCIAL INSTITUTION, INC." Its principal office shall be in the City of Jacksonville, County of Duval and the State of Florida.

ARTICLE 11 - CORPORATION PURPOSE

This corporation is organized and chartered for the purpose of promoting affordable housing, furthering the economic development and social well-being of the following ten (10) counties in Northeast Florida: Baker, Clay, Duval, Flagler, Lake, Nassau, Putnam, Seminole, St. Johns and Volusia. In said areas, the corporation will promote and assist in the growth and development of owner occupied, small business concerns, and in the development of affordable housing for low and moderate-income families under Federal, State, and county programs. The primary objective of this corporation shall be to benefit the area as measured by increased employment opportunities, expansion of small businesses and by providing affordable housing, for citizens in the area, without pecuniary profit to the individual members of said corporation, and conducting such other activities as shall be necessary or desirable to further the purpose of the corporation, so long as such activities are permitted to be carried on 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 Internal Revenue Code).

ARTICLE III - POWERS

The corporation is authorized and empowered to do all things necessary to carry on and accomplish the purpose for which it is organized and chartered, including authority and power:

- * To enter into, make and perform contracts of every kind and description.
- * To borrow or raise money for any of the purposes of the corporation and, from time to time without limit as to the amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any

part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

- * To lend to any person, firm or corporation any of its funds, either with or without security
- * To transfer membership.
- * To promote and assist the growth and development of small business concerns and others.
- * To promote and assist in the development of affordable housing for low and moderate-income families.
- * To have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to the amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description.
- * To acquire, construct, convert, or expand plant facilities for lease or sale.
- * To have and exercise all powers incidental to the foregoing purposes, and to engage in any lawful activity permitted under the laws of the State of Florida.

ARTICLE IV - LIMITATIONS

The corporation shall neither have nor issue any stock. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Article IV hereof. Any monetary or other benefits that flow to shareholders (members) shall be incidental to the corporation and shareholders. No substantial part of the activities of the corporation shall be for the purpose of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activity not permitted to be carried on by: (a) a corporation exempt from federal income tax under Sub-section 501 (c) (3) or 501 (c) (4) or both of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue law); or (b) a corporation, contributions to which are deductible under Sub-Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law).

ARTICLE V - DISSOLUTION

Upon the dissolution of the corporation, no member or private person, corporate or individual, or other private interest, shall be entitled to any distribution or division of its remaining funds and other property and rights and interests in property, and the balance thereof, after the payment of all debts and liabilities of the corporation of whatsoever kind and nature, (including the payment of loans and contributions, the repayment of which has been authorized in its certificate of incorporation or re-incorporation), shall be distributed to the Northeast Florida Regional Planning Council or its successor agency if one is in existence. If not the Northeast Florida Regional Planning

Council or its successor agency, then to one or more counties, cities, within the territory set forth herein as the territory in which its operations are principally to be conducted, for furtherance of the purposes set forth in Article IV, or to such other organization as shall qualify under Section 501 (c) (3) or the Internal Revenue Code of 1954, as amended, as shall be provided by the corporation.

ARTICLE VI - MEMBERSHIP

Section 1. Qualification for Membership. Members of this corporation shall be persons who have evidenced concern and interest in its purposes and have also evidenced in their business, professional or public occupations, or in their activity in organizations related to the purpose of this corporation, characteristics of leadership and dedication towards stimulating economic development in the following ten (10) counties: Baker, Clay, Duval, Flagler, Lake, Nassau, Putnam, Seminole, St. Johns and Volusia in the area of promoting and assisting the growth and development of small business concerns and affordable housing. The membership must contain at least one (1) representative from the following groups: (a) Government (b) Finance (c) Affordable Housing (d) New members of this corporation shall be admitted to membership in this corporation by a majority vote of all the members at any meeting of the members.

Section 2. Number. The number of members at any time shall never be less than twenty five (25).

Section 3. Termination of Membership. All members shall continue to be members until membership is terminated by death, cessation of NEFRPC membership, or resignation of a member.

ARTICLE VII - TERM

This corporation shall have perpetual existence.

ARTICLE VIII - ADDRESS

The office of the corporation in the State of Florida is to be 9143 Philips Highway, Suite 350, Jacksonville, FL 32256.

ARTICLE IX - RESIDENT REGISTERED AGENT

The name and street address of the initial registered resident agent of this corporation, to whom service of process may be made, is as follows:

Brian D. Teeple
9143 Phillips Highway, Suite 350
Jacksonville, Florida 32256

ARTICLE X - OFFICERS

The Officers of the corporation will be a Chairperson, a 1st Vice Chairperson, a 2nd Vice Chairperson and a Secretary/Treasurer, and any other officers, that are elected from time to time by the Board of Directors. Officers, will be chosen annually by the Board of Directors of the Corporation at its annual meeting and shall serve until their successors are appointed and qualified.

ARTICLE XI - DIRECTORS

The corporation shall be managed in accordance with these Articles of Incorporation and the Bylaws and its policies as established by a Board of Directors composed of not less than twenty-five (25) members and must contain at least one (1) representative from the following groups: (a) Government (b) Finance (c) Affordable Housing (d) Business.

The following named initial Board of Directors shall manage and direct the affairs of this corporation until the first election of officers under these Articles of Incorporation and Bylaws:

Brian D. Teeple
9143 Philips Highway
Suite 350
Jacksonville, FL 32256

Donna Starling
9143 Philips Highway
Suite 350
Jacksonville, FL 32256

Jeffrey Alexander
9143 Philips Highway
Suite 350
Jacksonville, FL 32256

ARTICLE XII - BY LAWS

The By Laws of this corporation shall be adopted by the initial members named in these Articles of Incorporation and may thereafter be amended, altered, rescinded and new By Laws adopted by the Board of Directors.

ARTICLE XV - OFFICERS

The Officers of the corporation will be a Chairperson, a 1st Vice Chairperson, a 2nd Vice-Chairperson, and a Secretary/Treasurer and any other officers, assistant officers, agents or employees that are elected from time to time by the Board of Directors. Officers, will be chosen annually by the Board of Directors of the Corporation at its annual meeting and shall serve until their successors are appointed and qualified.

ARTICLE XVI - BY LAWS

The By Laws of this corporation shall be adopted by the initial members named in these Articles of Incorporation and may thereafter be amended, altered, rescinded and new By Laws adopted by the Board of Directors.

ARTICLE XIII - AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member of the Board of Directors and may be adopted by the affirmative vote of a majority of the Board of Directors.

ARTICLE XIV INCORPORATOR

The names and street address of the incorporator to these Articles of Incorporation are as follows:

Barbara Rovedo
9143 Philips Highway #350
Jacksonville, FL 32256

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 10th day of January 2002.

INCORPORATOR

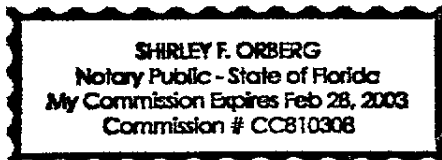
Barbara Rovedo

Barbara Rovedo
STATE OF FLORIDA
COUNTY OF DUVAL

The FOREGOING instrument was acknowledged and sworn to before me this 10 day of Jan., 2002, by BARBARA ROVEDO, Northeast Florida Community Development Financial Institution, Inc.

Shirley F. Orberg

Notary Public



Having been named to accept service of process for the above stated corporation, at the place designated in this capacity, I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Barbara Rovedo

Barbara Rovedo
Incorporator/Registered Agent