



N02000002616

Alan D. Henderson
Frank R. Keasler Jr.

EFFECTIVE DATE

4-1-02

Robert H. Sturgess
Sean A. Espenship

April 2, 2002

VIA AIRBORNE EXPRESS
AIRBILL # 2156215821

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

100005132081--6
-04/04/02--01046--007
*****78.75 *****78.75

Re: **Housing America, Inc.**

Dear Madam/Sir:

Enclosed for filing are the Articles of Incorporation and Designation of and Acceptance by Registered Agent regarding the above referenced corporation. In this regard, please accept our firm's check in the amount of \$78.75 for filing fees as follows:

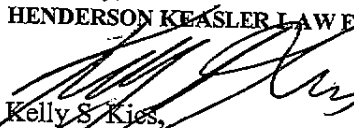
Articles of Incorporation:	\$35.00
Designation of Registered Agent:	35.00
Certified Copy of Articles of Incorporation:	<u>8.75</u>

TOTAL: \$ 78.75

Please acknowledge receipt of these documents by date stamping the enclosed copy of this letter and returning same with the Certified Copy of the Articles of Incorporation.

If you have any questions in this regard contact our firm.

Sincerely,
HENDERSON KEASLER LAW FIRM


Kelly S. Kies,
Paralegal to Frank R. Keasler, Jr., Esq.
KK/k
Enclosures
cc: Housing America, Inc.

FILED
02 APR -4 PM 2:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

G:\K\K5024\07\Corresp\LT-FLSECTY.doc

GAVE
AUTHORIZATION BY PHONE TO
CORRECT Prin. address
DATE 4-10-02
DOC. EXAM D. White

D. WHITE APR 10 2002

EFFECTIVE DATE

4-1-02

FILED

Execution Copy

02 APR -4 PM 2:47

**ARTICLES OF INCORPORATION OF
HOUSING AMERICA, INC.**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

We the undersigned natural persons competent to contract, do hereby make, subscribe, acknowledge and file these Articles of Incorporation for **Housing America, Inc.**, a non-profit Florida corporation; and we respectfully request the Secretary of State to approve this incorporation under the following proposed Articles of Incorporation.

ARTICLE I.

Name.

The name of this non-profit corporation is: **Housing America, Inc.**
Principal address 9799 Old St. Augustine Road, Jacksonville, FL 32257

ARTICLE II.

Duration.

The Corporation shall enjoy perpetual existence.

ARTICLE III.

Purposes.

The purposes for which this non-profit corporation is organized are as follows:

Section 1. To establish and operate under Internal Revenue Code Section 501(c)(3), an organization for the exclusive purpose of developing a single family housing provider organization for availing financing for persons of low income and specifically to establish an organization wherein a Non Profit Agency participates significantly in FHA Activities and other consistent and selected activities as defined under the laws of the United States and specifically the Department of Human and Urban Development. This corporation shall be a not-for-profit corporation as defined in the Not-for-Profit Corporation Law of the State of Florida. This corporation shall be empowered to do and perform all acts necessary or appropriate to such mission. This shall include execution of promissory notes, mortgages, regulatory agreements and other such documents required to obtain appropriate financing. This corporation shall be operated so as to qualify for tax exemption under Section §501(c)(3) and §501(a) of the Internal Revenue Code of 1986, as amended. This corporation shall not engage in any activity prohibited thereunder. No part of the income or economic attributes of this corporation shall inure to the benefit of any person except reasonable compensation for services rendered to or for the corporation may be paid by the corporation. All income and earnings shall be used solely to promote the purposes of the corporation. No part of the income or assets of this corporation may be used on behalf of any candidate for political or public office.

ARTICLES IV.

Members.

The corporation shall operate with one class of members and which shall be comprised initially of the original Incorporators of the corporation. The rights and privileges of all members shall be equal. Each member shall be

entitled to one vote. The initial class of members of this corporation may elect such other persons to become members by a two-thirds vote of the existing membership.

ARTICLE V.
Initial Board.

The names and addresses of the Incorporator and the first Board of Directors are:

Ronald F. LeGrand, Incorporator and Director

9799 Old St. Augustine Road
Jacksonville, Florida 32257

William Traer, III, Director

8810 Goodbys Executive Drive
Jacksonville, Florida 32217

Vicki L. Sessions, Director

3001 Hartley Road
Jacksonville, Florida 32257

The method of election of directors is as stated in the corporation's bylaws

ARTICLE VI.
Amendments.

The By-Laws and any amendment to the Articles of Incorporation are to be proposed in writing and adopted, altered, or rescinded only by a two third (2/3) majority of the Board of Directors at any special, regular or annual meeting of the Board of Directors or pursuant to a writing effectively a vote of the members. No amendment shall be inconsistent with the specific and charitable provisions of these Articles.

ARTICLE VII.
Dissolution.

In the event of the voluntary or involuntary liquidation or dissolution of this non-profit corporation, all of its assets and properties (both tangible and intangible, owned by the corporation or received from any source whatsoever) shall be distributed and paid over to one or more organizations which themselves are exempt from Federal Tax under Section 501(c)(3) of the Internal Revenue Code and the lawful regulations thereof, as they are now existing or may hereafter be amended, changed, modified, or supplemented.

ARTICLE VIII.
Enabling Provisions.

To promote the Corporate purposes set forth in Article III hereof, the Corporation is empowered:

Section 1. To subscribe or cause to be subscribed to and to purchase or otherwise acquire, hold for investment, sell, assign, transfer, mortgage, pledge, exchange, distribute, or otherwise dispose of the whole or any part of residential single family real property, the shares, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, notes and other evidences of indebtedness of any corporation, stock company or association which provides loan resources or other consistent activities, now or hereafter existing, and

whether created by or under the laws of the State of Florida. While the owner of any of said real or other property, to exercise all the rights, powers and privileges of ownership of every kind and description.

Section 2. To borrow or solicit money for furtherance of the corporate purposes.

Section 3. To accept any gift, conveyance, transfer, settlement, devise or bequest made for a designated restricted purpose, if such restricted purpose is within the purview of the corporate powers herein as allowed hereunder and by law and does not violate the purposes of the corporation nor provide a direct inurement of a benefit to a private individual. The Board of Directors may accept and expend such funds or property for the designated purposes. But no gift, conveyances, transfer, settlement, devise or bequest of any property, of any name or nature, shall be accepted, nor any interest in a corporation or association, any remainder, reversion, possibility of reverter, or executory interest, or any interest of any kind, any which might under any contingency vest the gift conveyance, transfer, settlement, devise or bequest, or any portion of it, in any private individual, corporation or association.

Section 4. To do all other legal acts and things which may in the discretion of the Board of Directors, further the above stated purposes and to such end to organize, maintain and support.

Section 5. To possess and exercise any and all corporate powers granted by the laws of the State of Florida and the United States which are, however, restricted to the furtherance of the above.

ARTICLE IX. **Exempt Purpose.**

No part of the net earnings or any non-compensatory benefits of the Corporation shall inure to the enhancement of, or be distributed to its Members, Directors, Officers, or other private persons, except the corporation is authorized to pay reasonable compensation for services rendered including a member so rendering said services, and to make payments and distributions in furtherance of the purposes set forth in **ARTICLE III** hereof.

ARTICLE X. **Unauthorized Action.**

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by:

Section 1. A corporation exempt from Federal Income Tax under Section §501 (c)(3) and §501(a) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

Section 2. A corporation contributions of which are deductible under Section 170 of the Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE XI.

Membership.

The qualifications for prospective members and the manner of their admission shall be by majority vote of the Board of Directors, or as set forth by the By-Laws of this corporation from time to time.

ARTICLE XII.

Registered Agent.

The registered office of the corporation is 4309 Pablo Oaks Court, Suite Five, Jacksonville, Duval County, Florida 32224. The name and street address of the Registered Agent for this non-profit corporation is **Frank R. Keasler, Jr., Esquire**, 4309 Pablo Oaks Court, Suite Five, Jacksonville, Duval County, Florida 32224.

ARTICLE XIII.

Effective Date of Corporation.

The date corporate existence begins shall be April 1, 2002. This election is pursuant to Florida Statute 607.0203.

IN WITNESS WHEREOF we here unto set our hands and seals as Incorporators of the Articles of Incorporation this 1st day of April, 2002.


Ronald F. LeGrand

STATE OF FLORIDA)
COUNTY OF DUVAL)

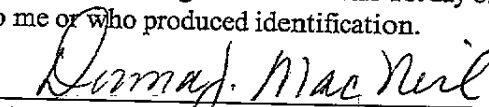
The foregoing Articles of Incorporation were acknowledged before me this 1st day of April, 2002, by Ronald F. LeGrand, who is personally known to me or who produced identification.

Notary's Name:

My commission expires:

☒ Personally known.

☐ Produced _____ as identification.


Notary Public, State of Florida at Large



OFFICIAL SEAL

Donna J. MacNeil

DD 065538

My Commission Expires Oct. 17, 2005

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 607.0501 of the Florida Statutes, the following is submitted in compliance with the Florida Business Corporation Act:

Housing America, Inc., desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named **Frank R. Keasler, Jr.**, located at 4309 Pablo Oaks Court, Suite Five, Jacksonville, Duval County, Florida 32224, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation at place designated in this certificate, and being familiar with the duties and responsibilities as registered agent for said Corporation, I hereby agree to act in this capacity and to comply with the provisions of said Act.

By:


Frank R. Keasler, Jr., Registered Agent

FILED
02 APR -4 PM 2:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA