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TRANSMITTAL LETTER

FILED

02 MAY -1 AM 7:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Hall-Way Housing Partnership, Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

800005292238--4
-04/18/02--01024--015
*****87.50 *****87.50

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: Andre Hall-c/o Hall-Way Housing Partnership
Name (Printed or typed)

3491 Pall Mall Drive, Ste. 101
Address

JACKSONVILLE, FL 32251
City, State & Zip

904-565-2681
Daytime Telephone number

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

Of

HALL-WAY HOUSING PARTNERSHIP, INC.

The undersigned, acting as incorporator of Hall-Way Housing Partnership, Inc. under the Florida Not For Profit Corporation Act, submits the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is:
Hall-Way Housing Partnership, Inc.

ARTICLE II. PRINCIPLE OFFICE

The street address of the initial principle office in the State of Florida is:
3491 Pall Mall Drive, Ste, 101, in the City of Jacksonville, 32257
County of Duval

ARTICLE III. DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Purpose for which the corporation is organized is:

(a) Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal and State income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Laws;

(b) To plan and promote, and if necessary, to coordinate and execute, programs world-wide which are aimed at improving the living conditions of residents within perspective communities by channeling resources, funds and/or responsibilities to existing organizations where feasible and by developing new approaches and methods where necessary and proper;

(c) To achieve certain educational and charitable objectives within each perspective neighborhood, with emphasis on low to moderate income and minority residents, including, but not limited, to the following:

Residential rehabilitation and development; historical preservation and restoration of designated structures; economic development and revitalization; obtaining municipal, state, federal and international governmental improvements and services; creating jobs; obtaining financial assistance for businesses, institutions and residents, including reasonable credit for purchase and/or renovation of property, and other goods and services; securing increased health services and improved facilities and access; obtaining justice; equal rights; and equal opportunities for all citizens; improving and developing educational and recreational facilities and programs; providing social services and counseling, and developing other services and facilities designed to benefit the community, in general;

(d) To provide facilities, personnel and funds in the order to achieve, and to assist public agencies and other private non-profit agencies to achieve, the purposes of the corporation by giving of gifts and/or making grants, or loans of part of the funds or property of the Corporation, with or without interest;

(e) To receive any real or personal property by gift, grants, devise, or bequest from any individual, foundation, corporation, either public or private, or governmental instrumentality, for the general purposes of the Corporation and to administer such property for the purposes of the Corporation;

(f) To make grants, gifts, payments, contributions in money or otherwise, for use exclusively for charitable, scientific, literary, civic or educational purposes, or for the prevention of cruelty to children or to animals, or to assist such purposes in any other manner;

(g) To do whatever is deemed necessary, useful, or conducive, directly or indirectly, to carry out of the purposes of the corporation and to exercise all other authority enjoyed by corporations generally by virtue of the provisions of Chapter 617, Florida Statutes.

(h) All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Laws.

(i) The purposes of the Corporation also include the performance of activities related or incidental to the furtherance of the Corporation's stated purposes and under the laws of the United States and Florida

ARTICLE V. MEMBERS

The qualification for the members and the manner of their admission will be as provided in the bylaws. The rights exercisable by the members will also be as provided in the bylaws. The members will elect directors at the first annual meeting of members and at each annual meeting thereafter.

ARTICLE VI. LIMITATION ON CORPORATE POWER

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, 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 this Article.

(b) No 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 distributing of statements) any political campaign on behalf of any candidate for public office.

(c) Should the Corporation at any time be considered a "private foundation" under Section 509(a) of the Internal Revenue Code of 1986, the following limitations will apply:

- i. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax law.
- ii. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax law.
- iii. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax law.
- iv. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or the corresponding provisions of any later federal tax laws.

ARTICLE VII. INITIAL OFFICERS

The name number constituting the initial Board of Directors is (3). The number of directors may be either increased or diminished from time to time, as provided by the bylaws, but will never be less than three (3). The names of the initial directors are as follows:

Andre Hall

C.E. Francis

Diana C. Francis

ARTICLE VIII. INITIAL REGISTERED AGENT

The name and street address of the registered agent is:

Andre Hall
3491 Pall Mall Drive, Suite 101
Jacksonville, FL 32257

ARTICLE IX. INCORPORATOR

The name and address of the Incorporator(s):

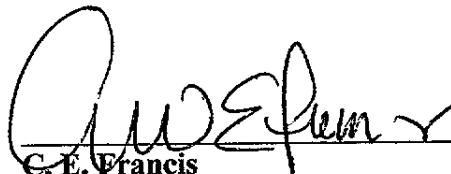
C. E. Francis
3491 Pall Mall Drive, Suite 101
Jacksonville, FL 32257

ARTICLE X. DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed to one or more organizations that themselves are exempt from the federal income taxation as organizations described within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organization, as said Court shall determine, which are organized and operated exclusively for such purposes. No part of the assets or net earnings of the Corporation may be distributed or inure to the benefit of any individual.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 16th day of April, 2002.

Signature of Incorporator:


C. E. Francis

4/16/02
Date

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT

FILED
02 MAY -1 AM 7:53
SEAL
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this article, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature of Registered Agent:

Andre Hall 4/16/02
Andre Hall Date

State of Florida) ss
County of Duval)

BE IT REMEMBERED that on this April 16, 2002 personally came before me, a Notary Public for the State of Florida, Andre Hall & C E Francis, of Hall-Way Housing Partnership, Inc., to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Madeline S Hall
Notary Public

My commission expires:

Jan 28, 2004

