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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: St. Paul Community Development Corporation

DOCUMENT NUMBER: N02000004644

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rosa Williams

(Name of Contact Person)

St. Paul Community Development Corporation

(Firm/ Company)

3680 Thomas Avenue

(Address)

Miami, Florida 33133

(City/ State and Zip Code)

For further information concerning this matter, please call:

Rosa Williams

(Name of Contact Person)

at (305) 448-2742

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
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☐ \$43.75 Filing Fee &
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☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

St. Paul Community Development Corporation

(Name of corporation as currently filed with the Florida Dept. of State)

N02000004644

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

See Attached

(Attach additional pages if necessary)
(continued)

FILED
2006 DEC -1 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment

to

**Articles of Incorporation
of**

St. Paul Community Development Corporation

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation.

MANNER OF ADOPTION:

The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

THE AMENDMENTS

The Articles of Incorporation of the St. Paul Community Development Corporation are hereby amended as follows:

1. **Article IV of the Articles of Incorporation is hereby replaced. The new Article IV reads as follows:**

**Article IV
Corporate Purposes**

The purposes for which this corporation is formed are exclusively charitable, educational, religious and scientific or other purposes and consist of the following:

- A. To provide relief to the poor, the distressed and the underprivileged by undertaking efforts and engaging in activities to provide affordable housing, eliminate blight, provide needed services and create jobs.
- B. To lessen the burdens of government, lessen neighborhood tensions, eliminate prejudice, eliminate discrimination, and combat community deterioration.
- D. To engage in educational activities.
- E. To be a community housing development organization as described in 24 C.F.R. Section 92.2, or any amended or successor section and to assist in fostering low-income housing in communities of Coconut Grove, the City of Miami and the United States.
- F. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational, religious or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no

substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

G. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

H. All of the foregoing purposes shall be exercised exclusively charitable, educational, religious and scientific 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 law.

2. Article V of the Articles of Incorporation is hereby replaced. The new Article V reads as follows:

**Article V
501(c)(3) Limitations**

A. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, St. Paul Community Development Corporation, shall not carry on any other activities not permitted to be carried on by an 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 law or (b) by an organization contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

B. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable, educational, religious and scientific purposes.

C. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, educational, religious and scientific purposes no part of which shall inure to the benefit of any individual.

D. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of 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.

E. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of section

501(c)(3) of the Internal Revenue Code (or 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 disposed of shall be disposed by the court of Common Pleas 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.

F. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

i.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

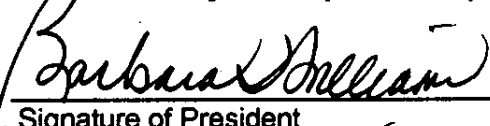
ii.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

iii.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

iv.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

v.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

St. Paul Community Development Corporation

By:  Date: 11/30/06
Signature of President

BARBARA WILLIAMS
Legibly Print Name of President

The date of adoption of the amendment(s) was: November 30, 2006

Effective date if applicable: November 30, 2006
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature Barbara Williams
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Barbara Williams

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35