

FEB-28-2003 FRI 03:47 PM BEGGS&LANE

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Division of Corporations

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03 MAR -3 AM 7:02
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

FLORIDA NON-PROFIT CORPORATION

Sunrise Housing, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 04 |
| Estimated Charge | \$70.00 |

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

Sunrise Housing, Inc.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

3560 De Loach Street, Suite A
Pensacola, Florida 32514

ARTICLE III

Purposes

The corporation is organized as a corporation not for profit, exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including but not limited to the following: (i) relief of the poor or distressed through the provision of temporary or transient housing to the homeless, battered women or other classes of the poor or distressed; (ii) relief of the poor or distressed through the provision of low-income permanent housing; and (iii) the provision of housing to the elderly that is specifically designed to meet some combination of the physical, emotional, recreational, social religious, and similar needs of the aged. Further, the corporation may engage in other activities designed or intended to accomplish such purposes. To these ends, the corporation may do and engage in any and all lawful activities and may exercise all other power and authority now or hereafter conferred upon corporations not for profit in the State of Florida.

ARTICLE IV

Board of Directors

The manner in which the Directors are elected or appointed is as follows: the initial Board of Directors shall be comprised of Rolando Domingo, Roberto Calderon and Kenneth Payne; the Board of Directors shall elect Directors in accordance with the bylaws of the corporation.

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ARTICLE V
Limitation of corporate powers

The corporation may exercise all of the powers described in sections 617.0302 and 617.0303, Florida Statutes, as amended from time to time, subject to the following exception: the corporation shall not be authorized to use such powers to carry on any activity which is not in furtherance of the exclusive purposes for which it was organized or which is prohibited for a corporation exempt from income tax under section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI
Initial registered agent and street address

The name and address of the initial registered agent are:

David E. Hightower
501 Commendencia Street
Pensacola, Florida 32501

ARTICLE VII
Incorporator

The name and address of the incorporator for these articles of incorporation are:

David E. Hightower
501 Commendencia Street
Pensacola, Florida 32501

ARTICLE VIII
Net earnings and private inurement

No part of the net earnings, gains, or assets of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 to further the charitable purposes for which this corporation was organized and which are consistent with section 501(c)(3) of the Internal Revenue Code. 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 publishing or distribution of statements relating to, any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IX
Distribution of corporate assets upon dissolution

In the event of dissolution or final liquidation of the corporation, the board of directors

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shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the board of directors of the corporation shall determine:

(a) a nonprofit organization or organization which may have been created to succeed the corporation, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c) of the Internal Revenue Code or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code; and/or

(b) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each such organizations shall then qualify as a governmental unit under section 170(c) of such Code or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of February, 2003.


Signature of incorporator:


David E. Hightower

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated not for profit corporation at the address designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

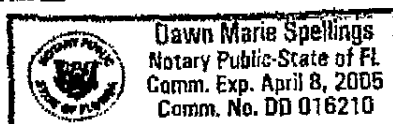
2/26/03
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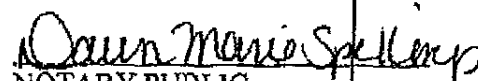

David E. Hightower

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Articles of Incorporation and Registered Agent Acceptance was subscribed and sworn to before me by David E. Hightower on this 26th day of February, 2003; David E. Hightower is personally known to me.

-SEAL-




NOTARY PUBLIC

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