

N03800003052

Reginald Estell, Jr. P.A.  
(Requestor's Name)

505 N Liberty Street  
(Address)

(Address)

Jacksonville Florida 32202  
(City/State/Zip/Phone #)

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Netemait Development Corp.  
(Business Entity Name)

(Document Number)

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**ARTICLES OF INCORPORATION  
OF  
NEHEMLAH DEVELOPMENT CORPORATION**

**A NON-PROFIT CORPORATION**  
In Compliance with Chapter 617, F.S.

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a non-profit corporation under the provisions of the Florida Non-Profit Corporation Act as follows:

**ARTICLE I  
NAME**

The name of the proposed corporation shall be:  
Nehemiah Development Corporation.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
The location of the corporation is 1807 Key Biscayne Way, City of Jacksonville, County of Duval, and the State of Florida 32218.

**ARTICLE III  
PURPOSE**

The corporation is organized as a non-profit corporation for the following purposes:

(A) The specific and primary purposes are:

- (1) Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause thereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the

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organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, or other charitable, non-profit corporation, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 purposes.

- (2) To raise economic, educational and social levels of the low income, at risk, residents of Jacksonville, Florida, and its trade area, who are substantially under-employed and have low income, by fostering and promoting community-wide interest and concern for the problems of such residents, and to that end;
  - (a) Racial tension, prejudice, and discrimination of economic and social conditions may be eliminated;
  - (b) Sickness, poverty and crime may be lessened and;
  - (c) Educational and economic opportunities may be expanded among the low income, at risk residents of the city of Jacksonville (County of Duval), Florida, and its trade area.
- (3) To expand the opportunities available to said residents to own, manage, and operate business enterprises in low income, at risk, economically underprivileged or depressed areas; to assist said residents and groups in developing management skills necessary for the successful operation of business enterprises by said residents and to assist said residents in obtaining such financial support from other sources.
- (4) To aid, support and assist by gifts, contributions or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, religious, scientific, literary or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholders or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
- (5) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, and either along or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature such as corporations, firms, associations, trust, institutions, foundations, or governmental bureaus, departments or agencies.

(B) In furtherance, but not in limitation, of the foregoing charitable and educational purposes, the corporation shall have the following powers:

- (1) To solicit, collect and receive money and other assets, and to administer funds and contributions received by gift, deed bequest, or device and otherwise to acquire money, securities, property, rights services of every kind and description, and to hold, invest, expand, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purpose above mentioned;
- (2) To borrow money and to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, and other corporate obligations for monies borrowed, or in payment for property acquired or for any of the purposes of the corporation, and to secure payment of any such obligation by mortgage, ledge deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of or agreement in regard to all or any part of the property rights or privileges of the corporation;
- (3) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the corporation's board of directors shall deem advisable, and as may be permitted by law;
- (4) To provide advice, support, credit, funds, capital, gifts, and all other lawful forms of assistance, financial and otherwise, to or for use in business enterprises owned or destined to be owned by said residents and groups.
- (5) To furnish management, administrative and other business advice, support, training and technical assistance to said residents and groups in order to enable them to develop necessary skills to successfully operate business ventures.
- (6) To encourage and voluntarily assist said residents and groups to organize, create, acquire, obtain financing for, own, manage and operate business enterprises.
- (7) To obtain information and conduct research, studies and analysis of the problems of said community, and prepare and publish reports as to any and all matters that may be of use in furthering the expansion of low income, at risk residents and groups, as to markets, products, services, skills, sources of financing and any and all matters.
- (8) To conduct educational and other efforts to eliminate prejudice and discrimination in the business and financial communities and to foster the establishment of sound and constructive relationships between the business and financial communities and said residents and groups seeking opportunities in business.
- (9) To aid, support and assist by gifts, contributions, loans, investments and other lawful forms of assistance, other persons or organizations seeking to expand to opportunities for business ownership by said residents and groups in organizing, creating, acquiring, obtaining financing for owning, managing and operating business enterprises.
- (10) To conduct educational activities designed to provide counseling, instructions or training of said residents and groups for the purpose of improving or developing their capabilities, language and job skills, and the instruction of the public on subjects useful to said residents and groups, and beneficial to the community as a whole, and production of affordable housing.
- (11) To engage in housing construction and related activities in order to improve the living condition of low income, at risk residents.

- (12) To acquire, construct, provide, and operate rental housing and related facilities suited to the special needs and living requirements of eligible occupants, without regard to age, race, color, religion, sex, marital status, physical or mental handicap (must possess capacity to enter into a legal contract) or national origin: To acquire, improve, and operate any real or personal property or interest or right herein or appurtenant thereto: To sell, convey, assign, mortgage, lease any real and personal property; To borrow money and execute such evidence of indebtedness and such contracts, agreements, and instruments as may be necessary, and to execute and deliver any mortgage, deed of trust, assignment of income, or other security instrument in connection therewith; and to do all things necessary and appropriate for carrying out exercising the foregoing purposes and powers.
- (13) To engage in the activity of operating business ventures for the purpose of providing job training, employment, and managerial development opportunities to low income, at risk residents for the charitable purpose of furthering the economic development of the community and the production of affordable housing.
- (14) To engage in any kind and all other activities which will directly or indirectly improve the welfare and economic condition of low income, at risk residents and groups; And
- (15) To exercise all other rights and powers conferred upon corporations formed under the General Non-profit Corporation Law of the State of Florida, provided, however, that the company shall not engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primary charitable, and educational purposes of the corporation.

(C) All of the foregoing purposes and powers shall be exercised exclusively for charitable and educational purposes in such manner that the company shall qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954.

#### ***ARTICLE IV MANNER OF ELECTION***

The manner in which the directors are elected or appointed:

The board of directors' election or appointment shall be as stated in the corporation's by-laws.

#### ***ARTICLE V INITIAL DIRECTORS/OFFICERS***

The names and addresses:

**President:** W. Jay Williams  
713 Chestnut Oak Drive North  
Jacksonville, FL 32218

**Vice President:** Rev. Dr. Tywanna Estell  
1807 Key Biscayne Way  
Jacksonville, FL 32218

**Secretary:** Marian Johnson  
867 Turtle Creek Drive, N.  
Jacksonville, FL 32218

**Treasurer:** Ronald Howard  
3810 Springfield Blvd.  
Jacksonville, FL 32206  
  
Reginald Estell, Jr., Esq.  
505 N Liberty Street  
Jacksonville, FL 32218

**ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The **name and Florida street address** of the registered agent is:

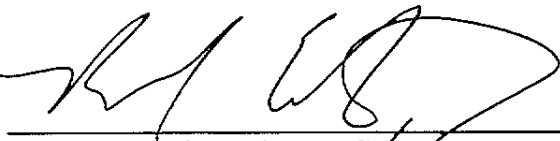
Reginald Estell, Jr., Esq.  
505 N Liberty Street  
Jacksonville, FL 32218

**ARTICLE VII  
INCORPORATOR**

The **name and address** of the Incorporator is:

Reginald Estell, Jr., Esq.  
505 N Liberty Street  
Jacksonville, FL 32218

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

  
\_\_\_\_\_  
Signature/Registered Agent/Incorporator

4/9/03

\_\_\_\_\_  
Date