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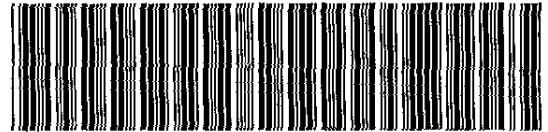
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4/17/03

TRANSMITTAL LETTER

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2003 APR 17 AM 10:35

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

SUBJECT: Mount Hermon Development Corporation of South Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: Rev. John F. White
Name (Printed or typed)

711 N. W. 4th Street
Address

Ft. Lauderdale, FL 33311
City, State & Zip

954-463-6309
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
MOUNT HERMON DEVELOPMENT CORPORATION OF SOUTH FLORIDA, INC.
(A Corporation Not-For-Profit)**

We the undersigned, with other persons, being desirous of forming a corporation for charitable and philanthropic purposes under the provision of Chapter 617 of the Florida Statutes, do agree to do the following:

ARTICLE I

NAME

This organization, hereinafter referred to as the Corporation, shall be known as the Mount Hermon Development Corporation of South Florida, Inc.

ARTICLE II

DURATION

The Corporation shall exist in perpetuity.

ARTICLE III

PURPOSES AND POWERS

The purposes of the corporation are educational and charitable within the meaning of section 501 (C) (3) of the United States Internal Revenue Code of 1954, as amended. Without limiting the generality of such purposes, the Corporation intends:

1. To promote the development of adequate, low-cost housing to meet the needs of the poor, elderly, and low-income residents of South Florida;
2. To engage in the organization of non-profit housing developments with resident ownership, and engage in the organization or creation of non-profit rental housing for elderly, homeless, moderate and lower income persons;
3. To assist low-income individuals and groups to become self-sufficient in order to own, manage, and operate housing and other related enterprises in South Florida;
4. To provide social services to the needy;
5. To assist in obtaining the financial and other support required for the purposes of the Corporation;

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TALLAHASSEE FLORIDA

6. To take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible or intangible, without limitation as to the amount or value; to sell convey or otherwise dispose of any such property and to invest, reinvest, or deal with the principal of the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation; and to do all such other acts as may be permitted under Florida Law.

ARTICLE IV

MEMBERSHIP

The voting membership of this Corporation shall consist of the Board of Directors as elected from time to time.

Additional, non-voting classes of membership may be established by the Board of Directors consisting of persons who are desirous of furthering the objectives of the Corporation. Such members shall participate in the affairs of the Corporation as provided for in the Corporation's By-Laws.

ARTICLE V

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as Follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------|--|
| Rev. John F. White | 3065 SW 189 th Ave Miramar, FL 33029 |
| Greg Brewton | 14021 Summerville Place Davie, FL 33325 |
| Lacarenthia Anderson | 1705 N. W. 8 th Ct. Ft. Lauderdale, FL 33311 |
| Ozell Lewis | 3731 N. W. 8 th Place Ft. Lauderdale, FL 33311 |

ARTICLE VI

INITIAL REGISTERED AGENT AND & PRINCIPAL OFFICE

The street address of the initial registered/principal office of the Corporation is 711 N. W. 4th Street, Fort Lauderdale, Florida 33311 and the name of the Corporation's initial registered agent at that address is John F. White.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors at any time. The number of directors may be increased from time – to – time, in accordance with the Article of Inc, and the By-Laws of the Corporation. The pastor of Mount Hermon A.M.E. Church shall be the president of the Board. In the event of the resignation or death of a board member, the president shall appoint a replacement to serve the remainder of the member's term.

The name and addresses of the persons who shall serve as the initial directors of the Corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------|--|
| Rev. John F. White | 3065 S.W. 189 th Ave. Miramar, FL 33029 |
| Greg Brewton | 14021 Summerville Place Davie, FL 33325 |
| Lacarenthia Anderson | 1705 N. W. 8 th Ct. Ft. Lauderdale, FL 33311 |
| Ozell Lewis | 3731 N. W. 8 th Place Ft. Lauderdale, FL 33311 |

ARTICLE VIII

The Corporation shall be authorized to endeavor in joint venture with other non- profit corporations or profit corporations so long as the overall purpose of the joint venture do not negate the non-profit status of the Corporation.

ARTICLE IX

BY-LAWS

The board of Directors of the Corporation shall make, adopt, alter, amend or repeal such By-Laws of the Corporation for the conduct of the business of the Corporation as the Directors may deem necessary from time-to-time.

ARTICLE X

OFFICERS

The officers of the Corporation shall consist of a President, a Vice- President, a Secretary, a Treasure, and such other officers as may be provided for in the By-Laws.

The officers shall appoint at an annual meeting of the Board of Directors or as otherwise provided in the By-Laws. The initial officers shall be selected by the Board of Directors at its first meeting.

ARTICLE XI

DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to Mount Hermon A.M.E. Church, if it is at such time a not-for-profit corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (C) (3) of the Internal Revenue Code of 1954, as amended, or corresponding provisions of any subsequent federal tax laws. If Mount Hermon A.M.E. Church does not at such time hold such status, such asset shall be distributed to the Board of Incorporators of the African Methodist Episcopal Church, if it is at such time a not-for-profit corporation which organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 (C) (3) of the Internal Revenue Code of 1954, as amended, or corresponding provisions of any subsequent federal tax laws. If the African Methodist Episcopal Church does not at such time hold such status, then such assets shall be distributed to, and only to, one or more organization described in Section 501 (C) (3) Of the code, and such organization or organizations shall not be "private foundations" within the meaning of the Internal Revenue Code and shall be "publicly Supported" within the meaning of the code.

ARTICLE XII

LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1954), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIII

AMENDMENTS

These Articles of Incorporation may be amended by the Board of Directors at a special meeting called for such purpose or at the Annual Meeting of the Board of Directors.



ARTICLE XIV

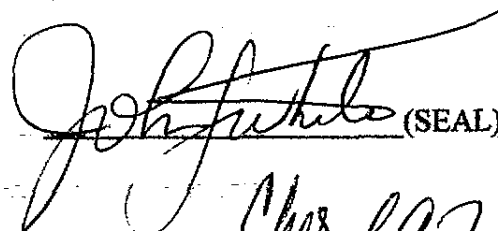
DEFENSE AND INDEMNIFICATION

OF OFFICERS AND DIRECTORS

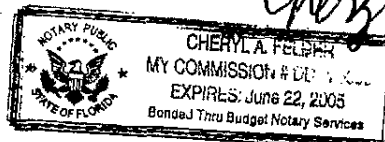
The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of the other rights to which he or she may be entitled.

IN WITNESS WHEREOF, we the undersigned, as the incorporators of the above-named Corporation, do hereby subscribe our names and acknowledge the execution of the same on this 14th day of April, 2003

 (SEAL)
 (SEAL)

 (SEAL)





STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, Personally appeared John F. White, to me well known and known to me to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledge to and before me that he execute said instrument for the purposes therein expressed

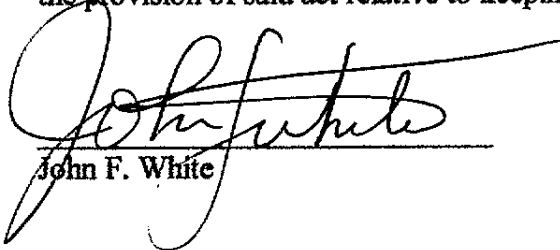
WITNESS my hand and official seal, this 14th day of April, 2003 in the aforesaid County and State.

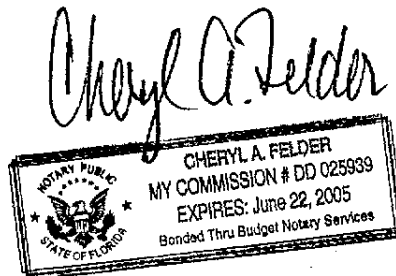
STATE OF FLORIDA
COUNTY OF BROWARD

MOUNT HERMON DEVELOPMENT CORPORATION SOUTH FLORIDA, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept services or process for the above-stated Corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


John F. White



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