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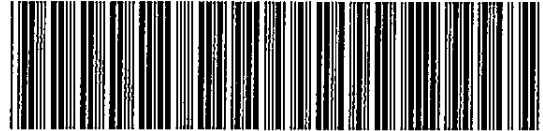
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TALLAHASSEE, FLORIDA

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04 MAR 31 PM 2:57

STATE  
OFFICE OF  
TALLAHASSEE, FLORIDA

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*[Handwritten: 2338]*



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 535320 4328337

AUTHORIZATION :

*Patricia Poynt*

COST LIMIT : \$ 78.75

ORDER DATE : March 31, 2004

ORDER TIME : 1:28 PM

ORDER NO. : 535320-015

CUSTOMER NO: 4328337

CUSTOMER: Ms. Lynne M. Rader  
Cohen & Grigsby

15th Floor  
11 Stanwix Street  
Pittsburgh, PA 15222

DOMESTIC FILING

NAME: SOUTHERN HORIZONS OF BREVARD  
COUNTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Angela Reynolds - EXT. 2934

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

**RESUBMIT**

April 1, 2004

CSC

SUBJECT: SOUTHERN HORIZONS OF BREVARD COUNTY, INC.  
Ref. Number: W04000012664

We have received your document for SOUTHERN HORIZONS OF BREVARD COUNTY, INC.. However, the document has not been filed and is being returned for the following:

The registered agent designated in your document is not an active fictitious name registration according to our records. Such registration is required before your document can be processed. We have enclosed an application for your convenience.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 004A00021291

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
SOUTHERN HORIZONS OF BREVARD COUNTY, INC.**

In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I**  
**Name**

The name of the Corporation shall be SOUTHERN HORIZONS OF BREVARD COUNTY, INC.

**ARTICLE II**  
**Principal Office**

The principal place of business of this corporation shall be 615 Kurek Court, Merritt Island, Florida 32953, and the mailing address of this corporation shall be P. O. Box 540338, Merritt Island, Florida 32954-0338.

**ARTICLE III**  
**Purposes**

A. The purposes for which the Corporation is organized are exclusively for charitable and/or educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law; in pursuance of the foregoing purposes, the Corporation shall have the power to (a) create, own, develop, construct and/or manage affordable housing for the residents of Brevard County, Florida the charges for such services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis, (b) provide community and social services to the residents of such affordable housing, and (c) purchase, build, acquire and redevelop property to encompass the stated purpose.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any of its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. 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 (including the publishing or distribution of statements) any political campaign on

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TALLAHASSEE, FLORIDA

behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue law, or (2) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

C. Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, all of the remaining assets of the corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of Article III A. hereof, other than for religious purposes, all of the foregoing within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, exclusively for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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.

#### **ARTICLE IV**

##### **Manner of Election**

The manner in which the directors are elected shall be stated in the By-Laws of the Corporation.

#### **ARTICLE V**

##### **Initial Registered Agent and Street Address**

The name and Florida street address of the Corporation's registered agent is:  
Melbourne Housing Authority  
c/o Ronald M. Sellers, Chief Executive Officer  
615 Kurek Court  
Merritt Island, Florida 32953

#### **ARTICLE VI**

##### **Corporate Duration**

The Corporation shall have perpetual existence unless sooner dissolved by law.

**ARTICLE VII**  
**Indemnification**

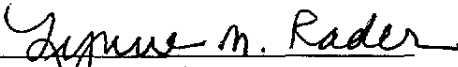
Any person (and their heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by their heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

**ARTICLE VIII**  
**Incorporator**

The name and address of the Incorporator is:  
Lynne M. Rader  
c/o Cohen & Grigsby, P.C.  
11 Stanwix Street, 15<sup>th</sup> Floor  
Pittsburgh, PA 15222.

**EXECUTION**

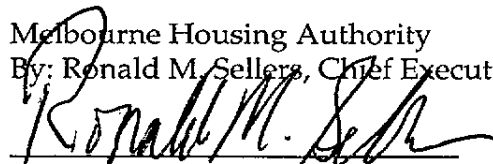
These Articles of Incorporation are hereby executed by the Incorporator on this 24th day of March, 2004.

  
Lynne M. Rader

**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

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

Melbourne Housing Authority  
By: Ronald M. Sellers, Chief Executive Officer

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

3/26/04  
Date

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