

NO40000004313

Edgar D. Moore

(Requestor's Name)

10240 SW. 151 Terr

(Address)

(Address)

Miami, Florida 33176

(City/State/Zip/Phone #)

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Greater South Florida C.O.C.

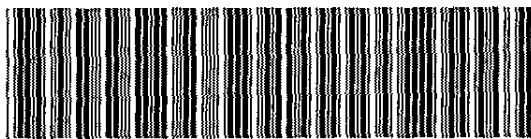
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4/30/04

**ARTICLES OF INCORPORATION  
OF  
Greater South Florida Community Development Corporation  
A Florida "Not for Profit" Corporation**

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

**NAME OF CORPORATION:**

The name of the corporation is **Greater South Florida Community Development Corporation.**

**PRINCIPAL OFFICE:**

The principal office of the corporation is temporarily located at 10240 SW 151 Terrace Miami, FL 33176. This corporation is home based until further notice, it is subject to change in the near future.

**MAILING ADDRESS:**

The primary mailing address of the corporation is the following:

10240 SW 151 Terrace  
Miami, FL 33176

The secondary mailing address of the corporation is

1348 NW 1<sup>st</sup> Avenue  
Miami, FL 33136

These mailing addresses are subject to change in the near future once the corporation has established a suitable building to embark the corporation.

**REGISTERED AGENT:**

The name of the registered agent for the corporation is Edgar Don Moore. The address of this registered agent is 10240 SW 151 Terrace Miami, FL 33176.

**DURATION/MEMBERSHIP:**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**BOARD OF DIRECTORS:**

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

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## **INCORPORATORS:**

The name and address of the incorporators are:

Wilbur Davis Jr.  
1348 NW 1<sup>st</sup> Avenue, Apt. #10  
Miami, FL 33136

Edgar Don Moore  
10240 SW 151 Terrace  
Miami, FL 33176

James E. Moore  
10240 SW 151 Terrace  
Miami, FL 33176

## **CORPORATE PURPOSE :**

The corporate purpose for Greater South Florida Community Development Corporation is to promote neighborhood revitalization and provide affordable low-to-moderate-cost sanitary housing accommodations to residents in the Tri-County area. It is the purpose of the corporation thereby to expand opportunities available to aid residents; to relieve the poor, distressed, underprivileged and poverty-stricken by enabling them to secure the basic human needs of decent shelter and to thus lessen the burdens of government and promote the social welfare; and, to augment blighted vacant sites for the purpose of combating the deterioration of the community and contributing to its physical improvement. This will stimulate economic development and enhance the overall status and vitality of that community.

## **501(c)(3) LIMITATIONS**

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these 7 articles, this organization 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 or the corresponding provision of any future United States Internal Revenue law.

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable, literary and educational purposes.

3. **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 and educational purposes no part of which shall inure to the benefit of any individual.

4. 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.

5. DISSOLUTION: *Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.*

6. "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:*

a.) *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.*

b.) *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.*

c.) *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.*

d.) *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.*

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

## INDEMNIFICATION

*Any person (and the 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 his 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.*

## EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this

30 day of April, 2000.

Edgar Don Moore

Edgar Don Moore

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Edgar Don Moore who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this \_\_\_\_ day of \_\_\_\_\_, 200\_\_.

\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for Greater South Florida Community Development Corporation, a Florida not for Profit Corporation.

  
\_\_\_\_\_  
Edgar Don Moore

4-30-04  
\_\_\_\_\_  
Date