

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

Westshore Community Development Corp.

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**ARTICLES OF INCORPORATION
OF
WESTSHORE COMMUNITY DEVELOPMENT CORP.**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

NAME, PRINCIPAL PLACE OF BUSINESS, AND MAILING ADDRESS

The name of the Corporation is Westshore Community Development Corp. The principal place of business and mailing address are Watermark 13, 5444 Bay Center Drive, Suite 115, Tampa, Florida 33609.

ARTICLE II

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

PURPOSES AND POWERS

(a) Purposes. The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including the following purposes:

(i) the promotion of economic and community development and redevelopment in the Westshore and Drew Park areas and adjacent areas of the City of Tampa, Florida (the "Applicable Area");

(ii) the formation and implementation of public/private partnerships for the promotion of economic and community development and redevelopment in the Applicable Area;

(iii) the planning, facilitation, coordination and implementation of economic and social development projects in the Applicable Area;

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(iv) the planning, facilitation, coordination and implementation of residential development and redevelopment for individuals and families of low or moderate income;

(v) the planning, facilitation, coordination and implementation of parks and public spaces;

(vi) the promotion of employment opportunities in the Area;

(vii) the seeking, administering and expending, for the purposes of the Corporation, private, local, state and federal funding; and

(viii) the operation in any other manner for such economic and community development and redevelopment purposes as will not disqualify the Corporation as an organization exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c) (3) of the Code, or under any corresponding provisions of any subsequent federal tax laws.

(b) Powers. The Corporation shall have all powers now or hereafter granted by law to Florida not-for-profit corporations. All of the assets or earnings shall be used exclusively for the purposes stated above, including payment of expenses incidental to such purposes. No part of the net earnings of Corporation shall inure to the benefit of any individual. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in Section 501(h) of the Code), and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE IV

MEMBERS

The qualifications of members, if any, and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Watermark 13, 5444 Bay Center Drive, Suite 115, Tampa, Florida 33609, and the name of its initial registered agent at such address is Ronald T. Rotella.

ARTICLE VI

DIRECTORS

The Corporation shall have three directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified

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in the bylaws of the Corporation, provided that the Corporation shall always have at least three directors. The name and address of each initial director of the Corporation who shall serve until his or her successor is duly elected and qualified are:

	<u>Name</u>	<u>Address</u>
1.	Ronald T. Rotella	5444 Bay Center Drive, Suite 115 Tampa, Florida 33609
2.	Clifford B. Hardy	2106 S. Hesperides Street Tampa, Florida 33629
3.	David Mechanik	101 E. Kennedy Boulevard, Suite 3140 Tampa, Florida 33602

ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Ronald T. Rotella	Watermark 13 5444 Bay Center Drive, Suite 115 Tampa, Florida 33609

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX

AMENDMENT

These articles of incorporation may be amended in the manner provided by law.

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ARTICLE X**DISSOLUTION**

Upon a dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c) (3) and 170(c) (2) of the Code, or under any corresponding provisions of any subsequent federal tax laws, or to the federal, state, or local government for exclusive public purpose.

The undersigned incorporator has executed these articles of incorporation this 8 day of February, 2005.



Ronald T. Rotella, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 8 day of February, 2005.



Ronald T. Rotella, Registered Agent

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TALLAHASSEE, FLORIDA