

No 5000007188

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(Address)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Brown JUL 14 2005

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- BY THE RIVER, INC.
- 2-
- 3-
- 4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
BY THE RIVER, INC.**

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ARTICLE I — NAME

The name of this Corporation shall be BY THE RIVER, INC.

ARTICLE II — NOT FOR PROFIT

This is a not-for-profit Corporation organized under the Florida Not for Profit Corporation Act, Chapter 617 of Florida Statutes.

ARTICLE III — PURPOSES

The purpose or purposes of the corporation are: relief of the poor and distressed and the underprivileged through providing low income housing for the elderly and promotion of health of the elderly, including but not limited to:

- A. Providing low income housing for the elderly.
- B. Meeting the special housing requirements of the elderly.
- C. Providing a home for aged.
- D. Relief of the poor and elderly.
- E. Relief of the distressed elderly.
- F. Promoting the health of the elderly.
- G. Participation in government housing programs which will benefit the elderly.
- H. To take, receive, hold, administer and dispose of all lands, tenements, rents, annuities, franchises, hereditaments, moneys, securities, income and property, real and personal, of any kind, which at any time or times heretofore have been or which at any time and from time to time may hereafter be given, granted, bargained, sold, released, devised, bequeathed, conveyed, transferred, assigned, set over or delivered by any person or persons, corporations, associations, directors, foundations or other forms of organization, to the Corporation or to its use or in trust for them or to it for the support of any work, activity, purpose, project or interest of the Corporation or the predecessors of either have or are intended to have any legal or

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equitable interest, present or future, vested or contingent.

I. To form, incorporate, terminate or dissolve civil agencies or corporations, including creating, owning and operating such facilities as necessary to carry out any of its purposes, and to manage, supervise, control, direct and maintain such civil agencies or corporations.

J. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation and its qualifying or its continuation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United States internal revenue law.

K. To operate exclusively for such purposes, including the making of distributions to organizations, as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United States internal revenue law.

ARTICLE IV — POWERS

This Corporation shall have the following powers:

A. All powers necessary or convenient to effect any or all of the Corporate purposes, including such powers as granted in Chapter 617, Florida Statutes, 1974, and all amendments subsequent thereto, subject to the limitations set forth herein.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, 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 distribution in furtherance of the purposes set forth in Article III hereof.

C. No substantial part of the activities of the Corporation shall be 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 behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted

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to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code, or corresponding provisions of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

D. During any period in which it is classified as a *private foundation*, the Corporation shall not engage in any acts prohibited under section 617.0835 of the Florida Statutes.

ARTICLE V —EXISTENCE

The Corporation shall have perpetual existence, unless dissolved according to law. Upon dissolution of the Corporation and after paying or making provision for payment of all corporate liabilities, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 VI — INCORPORATOR

The name and address of the Incorporator of the corporation is as follows:

NAME

ADDRESS

Durga Das Hutner

11155 Roseland Road,
Sebastian Florida 32958

ARTICLE VIII — DIRECTORS

This Corporation shall be managed by a Board of Directors. The number and qualification of Directors, the manner in which Directors are to be elected or appointed, and other matters regarding functioning of the Board of Directors shall be set forth in the Bylaws.

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ARTICLE IX — BYLAWS

The Corporation shall adopt By-Laws to govern its affairs. The Bylaws may be amended, altered or rescinded by the Board of Directors at any duly noticed regular or special meeting called for that Purpose.


ARTICLE X — AMENDMENT

These Articles may be amended at a regular or special meeting of the Board of Directors.

ARTICLE XI — PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the Corporation shall be at 11155 Roseland Road, Sebastian Florida 32958. The registered agent of the Corporation shall be John G. Evans of Dill & Evans, PL, 1565 US Highway 1, Sebastian Florida 32958.

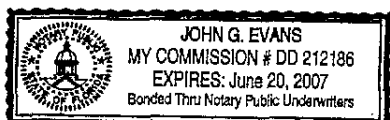
IN WITNESS WHEREOF, on July 11, 2005 the foregoing Articles of Incorporation were duly subscribed to take effect forthwith.

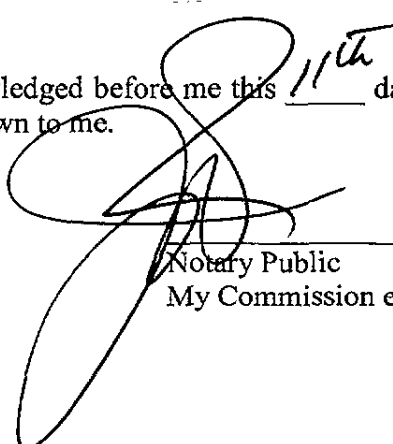
 (SEAL)
Durga Das Hutner, Incorporator

STATE OF FLORIDA)
)
COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 11th day of July 2005, by Durga Das Hutner, who is/are personally known to me.

SEAL





Notary Public
My Commission expires: _____

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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0501, FLORIDA STATUTES.



John G. Evans, Registered Agent

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