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05 OCT 17 PM 5:08  
TALLAHASSEE, FLORIDA

10/19/05

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**CHUCK MOGBO, P.A.**

**Certified Public Accountant**

Suite 209  
2800 W. Oakland Park Blvd.  
Oakland Park, FL 33311  
Tel (954) 739-4669  
Tel (954) 739-1966  
Fax (954) 739-0889

*cpa*

October 10, 2005

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32399

Dear Sirs,

**RE: ARTICLES OF INCORPORATION RE: HOUSING FOUNDATION OF AMERICA, INC.**

Enclosed are Articles of Incorporation for HOUSING FOUNDATION OF AMERICA, INC., as well as check in the amount of Seventy Eight Dollars & Seventy Five Cents (\$78.75).

Please process information and return them to us as soon as it is completed.

If I can be of further assistance, please call me at (954) 739-4669 or (954) 739-1966.

Sincerely,

*Chuck Mogbo, P.A.*

CHUCK MOGBO, C.P.A.

Encl.

**ARTICLES OF INCORPORATION**  
**FOR**  
**HOUSING FOUNDATION OF AMERICA, INC.**

FILED  
05 OCT 17 PM 5:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

We the undersigned, do hereby associate ourselves together and subscribe this certificate of incorporation for the purpose of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE 1**

The name of the corporation is: HOUSING FOUNDATION OF AMERICA, INC.

**ARTICLE II**

The principal place of business and mailing address of this corporation shall be:

BUSINESS ADDRESS: 1733 NW 38TH AVENUE  
LAUDERHILL, FL 33311

Other offices for the transaction of business may be located wherever the directors may deem necessary or expedient.

**ARTICLE III**

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) an organization, contributions to which is deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 ©(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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IV**

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons as from time to time may become members as stated in the Bylaws.

#### **ARTICLE V**

The name and address of the initial registered agent of this corporation shall be:

Chuck Mogbo, P.A.  
2800 W. Oakland Park Boulevard  
Suite #209  
Oakland Park, Fl 33311

#### **ARTICLE VI**

The names and addresses of the incorporators of these Articles shall be:

Maria Kong-Holness/President/Secretary  
1733 NW 38 Avenue  
Lauderhill, Fl 33311

Chester Bishop/Director  
4801 S. University Drive, Ste. 2500  
Davie, Fl 33328

Hazel Rogers/Director  
2769 NW 36 Avenue  
Lauderdale Lakes, Fl 33311

## **ARTICLE VII**

The affairs of the corporation shall be managed by a president, Vice President, Secretary and Treasurer and such other officers as may from time to time be created by the board of Directors. The names of the Officers and the office they shall hold until the first election shall be:

Maria Kong-Holness/President/Secretary  
1733 NW 38 Avenue  
Lauderhill, Fl 33311

Chester Bishop/Director  
4801 S. University Drive, Ste. 2500  
Davie, Fl 33328

Hazel Rogers/Director  
2769 NW 36 Avenue  
Lauderdale Lakes, Fl 33311

## **ARTICLE VIII**

The Board of Directors shall be elected and hold office in accordance with the Bylaws. The members of the Board of Directors shall never be less than three (3) in number. The initial Board of Directors shall consist of three (3) persons, whose names and addresses are as follows and who shall serve as Directors until the first election:

Maria Kong-Holness/President/Secretary  
1733 NW 38 Avenue  
Lauderhill, Fl 33311

Chester Bishop/Director  
4801 S. University Drive, Ste. 2500  
Davie, Fl 33328

Hazel Rogers/Director  
2769 NW 36 Avenue  
Lauderdale Lakes, Fl 33311

ARTICLE XI

The corporation shall hold an annual meeting for members within ninety (90) days of the end of its fiscal year as determined by the Board of Directors. At such meeting Directors shall be elected or appointed in accordance with the By-Laws.

IN WITNESS WHEREOF, the undersigned subscribing incorporators, have hereunto set their hands and affixed their seal on this the 10<sup>TH</sup> day of OCTOBER, 2005.

Mama Kong  
Hoye  
Chet A. Barry

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared the subscriber(s), who after first being duly sworn, executed the foregoing Certificate of Incorporation, freely and voluntarily for the purpose therein expressed.

In witness whereof, I have hereunto set my hand and official seal at Fort Lauderdale, said county and state, this 10<sup>th</sup> day of OCTOBER, 2005.

Willy Paul

NOTARY PUBLIC

State of Florida  
at Large

My commission



WILLY PAUL  
MY COMMISSION # DD 122069  
EXPIRES: June 2, 2006  
Bonded Thru Budget Notary Services

## **ARTICLE IX**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose; after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from the date of approval in writing by Chairman of the Board.

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitled to membership, the Officers of this Corporation, to abide by the by-laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation as an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code.

## **ARTICLE X**

The By-Laws of the corporation may amended from time to time by a majority vote of the Board of Directors at a Meeting called especially for that purpose and after giving at least ten (10) days notice of said meeting in writing.

CERTIFICATE OF DESIGNATION  
REGISTERED/AGENT REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is: HOUSING FOUNDATION OF AMERICA, INC.

2. The name and address of the registered agent and office is:

CHUCK MOGBO, P.A.  
2800 W. OAKLAND PARK BOULEVARD  
SUITE 209  
OAKLAND PARK, FL 33311  
TEL: (954) 739-4669

CLERK OF STATE  
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

CHUCK MOGBO, PRESIDENT

DATE: \_\_\_\_\_

10-10-05

Housing Foundation of America, Inc.