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## COVER LETTER

Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Housing Leadership Council of Palm Beach County, Inc.

CORPORATE NAME

*Previously sent and deposited*

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00      ☐ \$43.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$43.75      ☒ \$52.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

FROM: Suzanne Cabrera  
Name (Printed or typed)

2101 Vista Parkway, #4027

Address

West Palm Beach, FL 33411

City, State & Zip

561-653-4107

Daytime Telephone number

scabrera@hlcpcb.org

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the document.**

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**

**HOUSING LEADERSHIP COUNCIL OF PALM BEACH COUNTY, INC.**

The Board of Directors of the HOUSING LEADERSHIP COUNCIL OF PALM BEACH COUNTY, INC. hereby adopts the following Amended and Restated Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is HOUSING LEADERSHIP COUNCIL OF PALM BEACH COUNTY, INC.

**ARTICLE II**

**DURATION**

The Corporation shall exist perpetually until dissolved by due process of law.

**ARTICLE III**

**PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of the Corporation shall be 2101 Vista Parkway, #4027, West Palm Beach, Florida 33411. Such address may be revised from time to time by the Board of Directors.

**ARTICLE IV**  
**INCORPORATOR**

The name and address of the incorporator of the initial articles of incorporation is Arthur J. Menor of 1555 Palm Beach Lakes Boulevard, West Palm Beach, Florida 33401-2323.

**ARTICLE V**  
**PURPOSE**

The Corporation is organized to operate exclusively for religious, charitable, scientific, educational and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). More specifically, within these limitations, the Corporation is organized to address the issues of workforce and affordable housing.

**ARTICLE VI**  
**POWERS AND LIMITATIONS**

(A) The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

(B) The Corporation is organized not-for-profit and no part of the income of said Corporation shall ever be distributed or enure to the benefit of an member of the Board of Directors, officers or any private individual, provided, however, that reasonable compensation may be paid for services rendered to or for in furtherance of one or more of its purposes.

(C) No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(D) Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may hereafter be amended, (ii) by an organization, contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as they may hereafter be amended, or (iii) by a not-for-profit corporation under the laws of the State of Florida as they now exist or as they may hereafter be amended.

## **ARTICLE VII**

### **MANAGEMENT OF CORPORATE AFFAIRS**

(A) Board of Directors. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation may be increased or diminished from time to time in the manner provided in the bylaws but shall never be less than three (3). The initial Board of Directors of the Corporation consisted of the persons set forth in the Articles of Incorporation for the Corporation filed on October 25, 2006. The methods of selection of Directors thereafter, and all other matters concerning the Directors, is stated in the Bylaws of the Corporation.

(B) Corporate Officers. The Board of Directors shall elect the following officers of the Board: Chair, Vice Chair, Treasurer and Secretary and such other Officers as the Bylaws of the Corporation may authorize, from time to time, the Directors to elect. Initially, such Officers shall be elected at the first meeting of the Board of Directors.

## **ARTICLE VIII**

### **INDEMNIFICATION**

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation as provided in the Bylaws.

## **ARTICLE IX**

### **BYLAWS**

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given or waived, the Bylaws may be amended, altered or rescinded by an affirmative vote of a majority vote of the Directors then in office at any regular or special meeting called for that purpose.

## **ARTICLE X**

### **AMENDMENTS**

Upon notice properly given or waived in accordance with the Bylaws, these Articles of Incorporation may be amended by affirmative vote of a majority of the Directors then in office.

## **ARTICLE XI**

### **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for religious, charitable, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of Code, or any corresponding provision of any future federal tax law. Any such asset not so disposed of shall be disposed of by order of the appropriate Court 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 XII**

### **REGISTERED OFFICE AND REGISTERED AGENT**

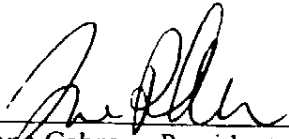
The name of the registered agent of the Corporation is Suzanne Cabrera, President, and the address of the registered agent is 2101 Vista Parkway, #4027, West Palm Beach, FL 33411.

## **ARTICLE XIII**

### **EFFECTIVE DATE**

These Amended and Restated Articles of Incorporation shall take effect immediately upon being filed with the Florida Division of Corporations.

These Amended and Restated Articles of Incorporation were proposed by Gina Melby, a Member of the Corporation, and adopted by the Board of Directors at a meeting duly held on June 19, 2024.

A handwritten signature in black ink, appearing to read 'Suzanne Cabrera', written over a horizontal line.

Suzanne Cabrera, President and CEO